

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<p>1. Name and Address of Reporting Person*</p> <p><u>Gong Yu</u></p> <p>(Last) (First) (Middle)</p> <p><u>LEVEL 12, SOHU.COM INTERNET PLAZA</u></p> <p><u>NO. 1 UNIT, ZHONGGUANCUN EAST ROAD</u></p> <p>(Street)</p> <p><u>BEIJING F4 100084</u></p> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><u>SOHU COM INC [SOHU]</u></p> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p><u>05/01/2008</u></p> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p>Director 10% Owner</p> <p><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)</p> <p><u>Chief Operating Officer</u></p> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/01/2008		S		2,806	D	\$74.5	72,725 ⁽²⁾	D	
Common Stock	05/01/2008		S		1,193	D	\$74	71,532 ⁽²⁾	D	
Common Stock	05/01/2008		S		25,000	D	\$72.667	46,532 ⁽²⁾	D	
Common Stock	05/01/2008		S		7,532	D	\$73.98	39,000	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (right to buy)	\$31.4	05/01/2008		X			25,000	11/17/2004 ⁽¹⁾	11/17/2013	Common Stock	25,000	\$0	50,000	D	
Stock Option (right to buy)	\$17.65	05/01/2008		X			2,749	03/30/2006 ⁽¹⁾	03/30/2015	Common Stock	2,749	\$0	47,251	D	
Stock Option (right to buy)	\$16.84	05/01/2008		X			1,250	07/27/2005 ⁽¹⁾	07/27/2014	Common Stock	1,250	\$0	46,001	D	

Explanation of Responses:

1. Vest at the rate of 25% one year after the date of grant, and the remaining 75% ratably on a quarterly basis over the subsequent three-year period
2. Includes 29,000 Restricted Stock Units, of which 7,250 have vested as of the date of this Form

/s/ Gong Yu

05/05/2008

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.