| SEC Form 4 |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

| 1. Name and Address of Reporting Person [*] <u>Wang Xin</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>SOHU COM INC</u> [SOHU] | | ationship of Reporting Per k all applicable) Director | 10% Owner | | |
|--|---------------|-----------------|--|----------|---|---------------------------------------|--|--|
| (Last) (First) (Middle) LEVEL 12, SOHU.COM INTERNET PLAZA | | ERNET PLAZA | 3. Date of Earliest Transaction (Month/Day/Year) 12/17/2007 | | Officer (give title below) Chief Marketin | Other (specify below) g Officer | | |
| NO. 1 UNIT, ZHONGGUANCUN EAST ROAD | | CUN EAST ROAD | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv | vidual or Joint/Group Filing (Check Applicable | | | |
| (Street) BEIJING (City) | F4 (State) | 100084 (Zip) | | Line) | Form filed by One Rep Form filed by More that Person | porting Person | | |

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) | Code (| Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr. 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1150.4) | |
| Common Stock | 12/17/2007 | | М | | 2,813 | A | \$1.07 | 32,813 ⁽³⁾ | D | | |
| Common Stock | 12/17/2007 | | М | | 7,235 | A | \$1.37 | 40,048 ⁽³⁾ | D | | |
| Common Stock | 12/17/2007 | | S | | 10,048 | D | \$56.5 | 30,000 ⁽⁴⁾ | D | | |

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

| | (e.g., puts, cans, 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. Transa Code (8) | | Deri Sec Acq or D of (I | Derivative Expiration Date Gecurities (Month/Day/Year) Acquired (A) or Disposed | | 7. Title an Amount o Securities Underlyin Derivative (Instr. 3 ar | f g Security | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | 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 | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | |
| Stock Option (Right to Buy) | \$1.07 | 12/17/2007 | | x | | | 2,813 ⁽¹⁾ | 01/31/2003 | 01/31/2012 | Common Stock | 2,813 | \$0 | 47,235 | D | |
| Stock Option (Right to Buy) | \$1.37 | 12/17/2007 | | x | | | 7,235 ⁽²⁾ | 07/01/2003 | 07/01/2012 | Common Stock | 7,235 | \$0 | 40,000 | D | |

Explanation of Responses:

1. The options vested over a four-year period from the date of grant, with 25% vesting on January 31, 2003 and the balance vesting ratably on a quarterly basis, beginning one calendar quarter after January 31, 2003.

2. The options vested over a four-year period from the date of grant, with 25% vesting on July 31, 2003 and the balance vesting ratably on a quarterly basis, beginning one calendar quarter after July 31, 2003. 3. Includes 30,000 Restricted Stock Units

4. Consists of Restricted Stock Units

<u>/s/ Wang Xin</u>

12/21/2007

Date

** Signature of Reporting Person

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.