

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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

<b>1. Name and Address of Reporting Person*</b> <u>YU CAROL</u>  (Last) (First) (Middle) <u>LEVEL 12, SOHU.COM INTERNET PLAZA</u> <u>NO. 1 UNIT ZHONGGUANCUN EAST ROAD</u>  (Street) <u>BEIJING F4 100084</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>SOHU COM INC [ SOHU ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Financial Officer</u>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>05/01/2008</u>	
	<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting 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)	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		X		150,000 <sup>(1)</sup>	A	\$23.17 <sup>(2)</sup>	190,000 <sup>(3)</sup>	D	
Common Stock	05/01/2008		X		28,125 <sup>(1)</sup>	A	\$16.84 <sup>(2)</sup>	218,125 <sup>(3)</sup>	D	
Common Stock	05/01/2008		X		30,000 <sup>(1)</sup>	D	\$20.78 <sup>(2)</sup>	248,125 <sup>(3)</sup>	D	
Common Stock	05/01/2008		S		71,441	D	\$73.1417	176,684 <sup>(3)</sup>	D	
Common Stock	05/01/2008		S		6,250	D	\$73.8008	170,434 <sup>(3)</sup>	D	
Common Stock	05/01/2008		S		15,000	D	\$73.6491	155,434 <sup>(3)</sup>	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	Amount or Number of Shares				
Stock Option (right to acquire common stock)	\$23.17	05/01/2008		X		150,000		03/23/2005 <sup>(4)</sup>	03/23/2014	Common stock	150,000	\$0	70,000	D	
Stock Option (right to acquire common stock)	\$16.84	05/01/2008		X		28,125		07/27/2005 <sup>(4)</sup>	07/27/2014	Common Stock	28,125	\$0	41,875	D	
Stock Option (right to acquire common stock)	\$20.78	05/01/2008		X		30,000		07/26/2006 <sup>(4)</sup>	07/26/2015	Common Stock	30,000	\$0	11,875	D	

**Explanation of Responses:**

- Shares of common stock acquired upon exercise of options reported in Table II of this Form.
- Exercise price of options.
- Includes 18,750 Restricted Stock Units, which are not vested as of the date of this Form.
- Vest at the rate of 25% commencing on the first anniversary of the grant date, with the remaining 75% vesting quarterly ratably over the subsequent three years.

/s/ Carol 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.