

Edgar Filing: SOHU COM INC - Form 5

SOHU COM INC
Form 5
February 08, 2002

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/ OMB APPROVAL /
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| FORM 5 |
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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check box if
no longer subject to Section 16.
Form 4 or Form 5 obligations may
continue. See Instruction 1(b).
ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Filed pursuant to Section 16(a) of the Securities
Exchange Act of 1934, Section 17(a) of the
Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

Form 3 Holdings Reported

Form 4 Transactions Reported

1. Name and Address of Reporting Person*

Koo Victor

(Last) (First) (Middle)
15/F, Bright China Chang
An Building,
7 jianguomennei Ave.,

(Street)
Beijing, China

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol SOHU.COM INC. (SOHU)

3. I.R.S. Identification Number of Reporting Person, if an entity
(Voluntary)

4. Statement for Month/Year December 31, 2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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Director Officer 10% Owner Other
(give title below) (specify below)
Chief Operating Officer

7. Individual or Joint/Group Reporting

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. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3)
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* If the form is filed by more than one reporting person, see instruction 4(b) (v).

(Continued)

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 4)	9. Number of Derivative Securities Beneficially Owned at End of Year	10.
Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
		Stock option (right to buy)	\$0.86	3/22/01			A	
		Stock option (right to buy)	\$6.13	9/12/00			5 (2)	
(1)	3/21/11	Common stock	95,943				95,943	
(3)	9/11/10	Common stock	52,000				52,000	

Explanation of Responses:

1. Options granted vest over a four-year period. 25% of the options vest on March 21, 2002. The remaining options vest ratably on a quarterly basis over the remaining terms of the options, beginning one calendar quarter after March 22, 2002.
2. The options should have been disclosed on a Form 5 for the 2000 fiscal year no later than February 14, 2001.
3. Options granted vest over a four-year period. 25% of the options vest on September 11, 2001. The remaining options vest ratably on a quarterly basis over the remaining terms of the options, beginning one calendar quarter after September 12, 2001.

/s/ Victor Koo	2/8/02
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Victor Koo	Date
**Signature of Reporting Person	

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. Sec 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 provided is insufficient, see Instruction 6 for procedure.