

IDT CORP  
 Form 4  
 September 05, 2008

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**JONAS HOWARD S**

(Last) (First) (Middle)

**C/O IDT CORPORATION, 520  
 BROAD STREET**

(Street)

**NEWARK, NJ 07102**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**IDT CORP [IDT, IDT.C]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**09/03/2008**

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chairman of the Board

6. Individual or Joint/Group Filing (Check Applicable Line)

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)
Class A Common Stock				(A) Amount	8,697,418	D	
Class A Common Stock				(A) Amount	19,570	I	By J.F.L.P.
Class B Common Stock				(A) Amount	19,570	I	By J.F.L.P.
Common Stock				(A) Amount	1,000,000	I	By Howard S. &

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				Deborah Jonas Foundation
Common Stock	825,142	I		By the Jonas Foundation
Class B Common Stock	3,501 <sup>(1)</sup>	I		By 401(k) Plan
Class B Common Stock	366,067	I		By Trust FBO Joseph Jonas <sup>(2)</sup>
Class B Common Stock	366,067	I		By Trust FBO Tamar Jonas <sup>(2)</sup>
Class B Common Stock	366,067	I		By Trust FBO Rachel Jonas <sup>(2)</sup>
Class B Common Stock	366,067	I		By Trust FBO Jonathan Jonas <sup>(2)</sup>
Class B Common Stock	366,067	I		By Trust FBO Leora Jonas <sup>(2)</sup>
Class B Common Stock	363,272	I		By Trust FBO David Jonas <sup>(2)</sup>
Class B Common Stock	363,272	I		By Trust FBO Michael Jonas <sup>(2)</sup>
Class B Common Stock	363,272	I		By Trust FBO Samuel Jonas <sup>(2)</sup>
Class B Common Stock	231,903	I		By Trust FBO Miriam Jonas <sup>(2)</sup>
Class A Common Stock	1,100,000	I		By Howard S. Jonas 2007 Annuity Trust

Class B Common Stock						700,000	I	By Howard S. Jonas 2007 Annuity Trust
Class B Common Stock						900,000	I	By Howard S. & Deborah Jonas Foundation
Class B Common Stock						0	I	By Howard S. Jonas 1998 Annuity Trust
Class B Common Stock						301,377	D	
Common Stock	09/03/2008		A	1,704,545 <u>(3)</u>	A	\$ 0	1,704,545	D

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JONAS HOWARD S C/O IDT CORPORATION 520 BROAD STREET NEWARK, NJ 07102	X	X	Chairman of the Board	

## Signatures

Joyce J. Mason, by Power of Attorney

09/05/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) As of August 31, 2008.

(2) These shares are held in trust for the benefit of the Reporting Person's children. The Reporting Person's spouse is trustee of the trust.

(3) Grant of Restricted Stock that vests 100% on January 5, 2012.

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

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