SOHU COM INC Form 4

December 17, 2013

FORM 4

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

OMB

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31, Expires:

2005

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

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may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ROBERTS EDWARD B	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
	SOHU COM INC [SOHU]	(Check all applicable)		
(Last) (First) (Middle	3. Date of Earliest Transaction			
	(Month/Day/Year)	X Director 10% Owner		
300 BOYLSTON STREET	12/13/2013	Officer (give title Other (specify below)		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
ROSTON MA 02116		Form filed by More than One Reporting		

BOSTON, MA 02116

((City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title Securi (Instr.	ty	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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)
Com		12/13/2013		M	9,000	A	\$ 31.38	31,261 <u>(1)</u>	D	
Com		12/13/2013		S	9,000	D	\$ 66.84	22,261 (1)	D	
Com								420,107 (2)	I	See Footnote 2

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

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Person

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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. Transactic Code (Instr. 8)	5. Number ion f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		of Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 31.38	12/13/2013		M		9,000	01/02/2004	01/01/2014	Common Stock	9,000

 \mathbf{D}

Reporting Owners

Reporting Owner Name / Address	Relationships						
r g	Director	10% Owner	Officer Othe				
ROBERTS EDWARD B 300 BOYLSTON STREET	X						
BOSTON, MA 02116	Λ						

Signatures

Edward B.
Roberts

**Signature of Reporting Person

Edward B.

12/17/2013

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) Includes 1,486 Restricted Stock Units that are not vested as of the date of this Form.
- Includes 148,709 shares held by the Edward B. Roberts Trust 2003, 125,420 shares held by the Nancy H. Roberts Trust, and 145,978

 (2) shares held by the Edward B. Robert 2012 Qualified Annuity Trust #2 as of the date of this report on Form 4. The Reporting Person is a trustee of each of these trusts.
- (3) Includes stock options held by the Reporting Person that are fully-vested as of the date of this Form and exercisable for 15,000 shares of Common Stock at an exercise price of \$17 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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