

SILBERMAN MITCH

Form 4

March 28, 2012

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SILBERMAN MITCH**

(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]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**03/26/2012**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

CAO & Controller

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
| Class B<br>Common<br>Stock            |   |   |                                      | (A)<br>or<br>(D)   | 1,139 <sup>(1)</sup>   | I  | By 401(k)<br>Plan   |

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

**Persons who respond to the collection of  
information contained in this form are not  
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SEC 1474  
(9-02)

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

## Edgar Filing: SILBERMAN MITCH - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of Shares |
|---|---|---|---|---|--|--|--|-------------------------------------|
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 19.1   | 03/26/2012                              |   | D <sup>(2)</sup>                        | 11,807   | <sup>(2)</sup> 04/23/2017                                      | Class B<br>Common<br>Stock                                     | 11,807                              |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 19.1   | 03/26/2012                              |   | A <sup>(2)</sup>                        | 11,807   | <sup>(2)</sup> 04/23/2020                                      | Class B<br>Common<br>Stock                                     | 11,807                              |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 16.59  | 03/26/2012                              |   | D <sup>(3)</sup>                        | 16,666   | <sup>(3)</sup> 07/30/2017                                      | Class B<br>Common<br>Stock                                     | 16,666                              |
| Employee<br>Stock<br>Option<br>(right to<br>buy)    | \$ 16.59  | 03/26/2012                              |   | A <sup>(3)</sup>                        | 16,666   | <sup>(3)</sup> 07/30/2020                                      | Class B<br>Common<br>Stock                                     | 16,666                              |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                  |       |
|--|---------------|-----------|------------------|-------|
|  | Director      | 10% Owner | Officer          | Other |
| SILBERMAN MITCH<br>C/O IDT CORPORATION<br>520 BROAD STREET<br>NEWARK, NJ 07102 |               |           | CAO & Controller |       |

## Signatures

Joyce J. Mason, by Power of  
Attorney

03/28/2012

                    \*\*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 February 29, 2012.

The two reported transactions involved an amendment of an outstanding option to extend the expiration date, resulting in the deemed

(2) cancellation of the "old" option, and the grant of a replacement option. The option was originally granted on April 23, 2007 and is fully vested.

The two reported transactions involved an amendment of an outstanding option to extend the expiration date, resulting in the deemed

(3) cancellation of the "old" option, and the grant of a replacement option. The option was originally granted on July 30, 2007 and is fully vested.

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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