

SOHU COM INC
Form 4
March 10, 2014

FORM 4

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

OMB APPROVAL

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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 *
ROBERTS EDWARD B

(Last) (First) (Middle)
300 BOYLSTON STREET
(Street)
BOSTON, MA 02116
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SOHU COM INC [SOHU]

3. Date of Earliest Transaction
(Month/Day/Year)
03/06/2014

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)

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)	
			Code	V	Amount or (D) Price			
Common Stock	03/06/2014		S		50,000 (1)	D	\$ 84.9032 370,107 (2) I	See Footnote 2
Common Stock	03/06/2014		G		145,978 (3)	D	\$ 0 274,629 (4) I	See Footnote 4
Common Stock	03/06/2014		G		8,470 (5)	D	\$ 0 266,159 (6) I	See Footnote 6
Common Stock	03/06/2014		S		2,500	D	\$ 85.816 21,573 (7) D	

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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. Number of Derivative Securities Owned Following Transaction (Instr. 3 and 4)
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Reporting Owners

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

Signatures

/s/ Edward B. Roberts 03/10/2014

__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) Shares sold by the Edward B. Roberts Trust - 2003 (the "EBR 2003 Trust").
Balance in column 5 includes 98,709 shares held by the EBR 2003 Trust, 125,420 shares held by the Nancy H. Roberts Trust (the "NHR Trust"), and 145,978 shares held by the Edward B. Roberts 2012 Qualified Annuity Trust #2 (the "EBR 2012 QAIT#2"). The Reporting Person is a trustee of each of these trusts.
- (3) Gifts by the EBR 2012 QAIT#2, including 50,500 shares transferred without consideration by the EBR 2012 QAIT#2 to the EBR 2003 Trust.
- (4) Balance in column 5 includes 149,209 shares held by the EBR 2003 Trust and 125,420 shares held by the NHR Trust.

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- (5) Gifts by the EBR 2003 Trust.
- (6) Balance in column 5 includes 140,739 shares held by the EBR 2003 Trust and 125,420 shares held by NHR Trust.
- (7) Balance in column 5 includes 1,812 restricted stock units granted on January 3, 2014 that are not vested as of the date of this report on Form 4.

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.