

IDT CORP  
Form 8-K  
July 20, 2012

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 19, 2012

IDT CORPORATION  
(Exact name of registrant as specified in its charter)

|   |                                     |  |
|---|-------------------------------------|--|
| Delaware<br>(State or other jurisdiction<br>of incorporation)                   | 1-16371<br>(Commission File Number) | 22-3415036<br>(IRS Employer<br>Identification No.) |
| 520 Broad Street Newark, New Jersey<br>(Address of principal executive offices) |                                     | 07102<br>(Zip Code)                                |

Registrant's telephone number, including area code: (973) 438-1000

Not Applicable  
(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

“ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 7.01.  
Regulation  
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IDT Corporation (the “Registrant”) announced yesterday its intention to spin-off its patent and licensing subsidiary, Innovative Communications Technologies, Inc. (“ICTI”) to its shareholders. A copy of the July 19, 2012 press release relating to the above event is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The Registrant is furnishing the information contained in this Report, including Exhibit 99.1, pursuant to Item 7.01 of Form 8-K promulgated by the Securities and Exchange Commission (the “SEC”). This information shall not be deemed to be “filed” with the SEC or incorporated by reference into any other filing with the SEC. In addition, this Form 8-K report and Exhibit 99.1 contain forward-looking statements addressing the spinoff, the operation, business and prospects of the Registrant and ICTI following the spinoff and other expectations, prospects, estimates and other matters that are dependent upon future events or developments. These matters are subject to risks and uncertainties that could cause actual results to differ materially from those projected, anticipated or implied. These risks and uncertainties include uncertainties regarding the spinoff, including the timing and terms of the spinoff and whether the spinoff will be completed, and uncertainties regarding the impacts on the Registrant and the market for their respective securities if the spinoff is accomplished. In addition, the Registrant and ICTI are subject to additional risks and uncertainties, as described in the Registrant’s Form 10-K, Form 10-Q and Form 8-K reports (including all amendments to those reports) and exhibits to those reports.

Item 9.01.  
Financial  
Statements  
and  
Exhibits

(d) Exhibits.

| Exhibit No. | Document   |
|-------------|--|
| 99.1        | Press Release of the Registrant dated July 19, 2012. |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

IDT CORPORATION

By: /s/ Howard S. Jonas  
Name: Howard S. Jonas  
Title: Chief Executive Officer and Chairman of  
the Board

Dated: July 20, 2012

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EXHIBIT INDEX

| Exhibit No. | Document   |
|-------------|--|
| 99.1        | Press Release of the Registrant dated July 19, 2012. |