#### Edgar Filing: SOHU COM INC - Form 4

SOHU COM Form 4	1 INC												
August 08, 2	2006												
FORM /									OMB APPROVAL				
	UNITED	STATES				D EXCH D.C. 20549		GE CC	OMMISSION	OMB Number:	3235-0287		
Check th if no long	aer									Expires:	January 31, 2005		
subject to Section	IGES IN BENEFICIAL OWNERSHI SECURITIES					ERSHIP OF	Estimated a burden hour	verage rs per					
Form 4 orresponse0Form 5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,5obligationsSection 17(a) of the Public Utility Holding Company Act of 1935 or Section30(h) of the Investment Company Act of 19401(b).30(h) of the Investment Company Act of 1940										0.5			
(Print or Type ]	Responses)												
PHOTON GROUP LTD Symbol									5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (1	Middle)	3. Date o	f Earliest T	ran	saction			(Check	all applicable	)		
				Day/Year) 2006				- - b	Director    X 10% Owner       Officer (give title     Other (specify below)				
	(Street)		4. If Am	endment, Date Original				$\epsilon$	6. Individual or Joint/Group Filing(Check				
Filed(Mor BEIJING, F4 100084				•					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
								F	Person				
(City)	(State)	(Zip)	Tab	le I - Non-l	Der	ivative Sec	urities	s Acqui	ired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8) Code V	onor (I		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)		
Common Stock	08/04/2006			X <u>(1)</u>		,200,000	D	( <u>1)</u>	7,917,000	D			

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 required to respond unless the form displays a currently valid OMB control number.

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

### **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships						
		Director	10% Owner	Officer	Other			
PHOTON GROUP LTD LEVEL 12, VISION INTERNATIONAL CENTER NO. 1 UNIT ZHONGGUANCUN EAST ROAD BEIJING, F4 100084			Х					
Signatures								
/s/ Charles Zhang	08/08/2006							

\*\*Signature of Reporting Person

S

# 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).

Charles Zhang pledged these shares to Credit Suisse First Boston pursuant to a pre-paid forward sales contract dated August 4, 2003, as reported on a Form 4 filed by Dr. Zhang on August 6, 2003. On August 4, 2006, Dr. Zhang transferred the Contract to the reporting

(1) person. Pursuant to the terms of the Contract, all of the shares were released to Credit Suisse First Boston on August 4, 2006 in settlement of the Contract.

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.