

SOHU COM INC  
Form DEFA14A  
April 24, 2008

## SCHEDULE 14A

### Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Under Rule 14a-12

**Sohu.com Inc.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other than Registrant)

Payment of Filing Fee (check the appropriate box):

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No fee required

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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SOHU.COM INC.

Shareholder Meeting to be held on May 30, 2008

**\*\* IMPORTANT NOTICE \*\***

**Proxy Material Available**

**Regarding the Availability of Proxy Material**

- 1 Form 10-K
- 2 Notice & Proxy Statement

You are receiving this communication because you hold shares in the above company, and the material you should review before you cast your vote is now available.

This communication presents only an overview of the more complete proxy material that is available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy material before voting.

**PROXY MATERIAL - VIEW OR RECEIVE**

You can choose to view the material online or receive a paper or e-mail copy. There is **NO** charge for requesting a copy. Requests, instructions and other inquiries will **NOT** be forwarded to your investment advisor.

To facilitate timely delivery please make the request as instructed below on or before **May 15, 2008**

**HOW TO VIEW MATERIAL VIA THE INTERNET**

Have the 12 Digit Control Number(s) available and visit: [www.proxyvote.com](http://www.proxyvote.com)

**HOW TO REQUEST A COPY OF MATERIAL**

- 1) BY INTERNET - [www.proxyvote.com](http://www.proxyvote.com)
- 2) BY TELEPHONE - 1-800-579-1639
- 3) BY E-MAIL\* - [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)

<b>BROKER</b>	
<b>LOGO</b>	
<b>HERE</b>	
<i>Return Address Line 1</i>	
<i>Return Address Line 2</i>	
<i>Return Address Line 3</i>	
<i>51 MERCEDES WAY</i>	
<i>EDGEWOOD NY 11717</i>	
Investor Address Line 1	
Investor Address Line 2	
Investor Address Line 3	

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Investor Address Line 4

Investor Address Line 5

John Sample

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ANY CITY, ON A1A 1A1

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\* If requesting material by e-mail, please send a blank e-mail with the 12 Digit Control Number (located on the following page) in the subject line.

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*See the Reverse Side for Meeting Information and Instructions on How to Vote*

**Meeting Information**

**How To Vote**

**Vote In Person**

Meeting Type: Annual Meeting  
Meeting Date: May 30, 2008  
Meeting Time: 10:00 PM EST  
For holders as of: April 11, 2008

Should you choose to vote these shares in person at the meeting you must request a legal proxy. To request a legal proxy please follow the instructions at [www.proxyvote.com](http://www.proxyvote.com) or request a paper copy of the material. Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting material for any special requirements for meeting attendance.

**Meeting Location:**

12/F, Sohu.com Internet Plaza  
No.1 Park,  
Zhongguancun East Road  
Haidian District,  
Beijing 100084, P.R.China

**Vote By Internet**

To vote *now* by Internet, go to [WWW.PROXYVOTE.COM](http://WWW.PROXYVOTE.COM). Please refer to the proposals and follow the instructions.

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**Voting items**

**The Board of Directors recommends that you**

**vote For the following.**

**1. Election of Directors**

**Nominees**

- 01 Edward B. Roberts      02 Zhonghan Deng

**The Board of Directors recommends you vote FOR the following proposal(s).**

- 1 Election of two directors to serve for a two-year term or until their earlier death, resignation or removal
  
- 2 To ratify the appointment of PricewaterhouseCoopers Zhong Tian CPAs Limited Company as our independent auditors for the fiscal year ending December 31, 2008

**The Board of Directors does not have a recommendation for voting on the following proposal(s).**

- 3 To consider and act upon all other matters which may properly come before the Annual Meeting or any adjournment or postponement thereof.

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Reserved for Broadridge Internal Control Information

**Voting Instructions**

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BANKS AND BROKERS  
AS REQUIRED BY THE NEW YORK STOCK EXCHANGE

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