

160 Maidenhair Ct.
San Ramon, CA. 94582
January 8, 2010

Yahoo! Corporate Secretary
701 First Ave. Sunnyvale, CA. 94089
Via post mail, fax (408-349-7750) and Email CorporateSecretary@yahoo-inc.com

Dear Sir/Madam,

I received a letter from Ms. Christina Lai, Associate General Counsel, dated on January 4, 2010. The excuses in the letter are unacceptable because they are absurd misinterpretation of relevant rules.

1. For every proposal, it takes some days to reach you after a broker issued the shareholder statement. In this case, the shareholder statement was issued on December 17, 2009, and I also prepared my proposal on the same date (to prevent unnecessary misinterpretation). I sent them soon after I received the shareholder statement and you received them on December 22, 2009. There are two weekend days between these five days. If this case cannot satisfy your demand, you can deny any and every proposal. I just wonder have you abused this demand to deny any proposal before. At least, you did not use this excuse to deny my previous proposals.

2. My proposal is one single proposal. It is called "Human Rights Impacts of Yahoo Business in China". However, if you plan to include the proposal, I am willing to cooperate with you to modify it. Enclosed please find the modified proposal for inclusion in proxy materials of the 2010 annual meeting of shareholders.

Should you have any questions, please contact me at 925-804-6150 (phone), 775-551-8065 (fax), or zhao@h-china.org.

Yours truly,



Jing Zhao

Enclosure: Stockholder proposal (modified version according to Ms. Lai's instruction)

RESOLUTION FOR YAHOO 2010 SHAREHOLDERS' MEETING

Human Rights Impacts of Yahoo Business in China

Whereas, mindful of the misuse of information technology by the Chinese Government to monitor electronic communications, to restrict Internet access and use, and to arrest and severely punish Internet users in China for expressing and exercising their free speech and free association rights, and

Whereas, recognizing the special responsibilities and obligations that these major abuses of human rights place on Yahoo doing business in China in ways that have contributed to these abuses, and,

Whereas, taking into account the fact that U.S. laws prohibit the involvement and support of U.S. companies in major human rights abuses taking place in foreign nations, and specifically prohibit actions by U.S. companies that contribute to major human rights abuses by law enforcement authorities in China,

Therefore, be it resolved, that the following human rights principles should be formally adopted by Yahoo to guide its business relating to its operations affecting China:

No information technology products or technologies will be sold, and no assistance will be provided to law enforcement authorities in China, that could contribute to human rights abuses. No user information will be provided, and no technological assistance will be made available, that would place individuals at risk of persecution based on their access or use of the Internet or electronic communications for free speech and free association purposes. Yahoo will support the efforts to assist users to have access to encryption and other protective technologies and approaches, so that their access and use of the Internet will not be restricted by the Chinese authorities.

To ensure these human rights principles being implemented, Yahoo will establish a Human Rights Committee with the responsibility to review and approve all policies and actions that might affect human rights observance in countries where it does business. This Committee will include high-level officials of Yahoo and respected outside experts (especially with knowledge of China) who will help Yahoo understand the human rights impacts of their activities abroad, and frame approaches that will assure that Yahoo does not contribute to human rights abuses by foreign governments.