

262 Altadena Cir
Pittsburg, CA. 94565 USA

November 11, 2013

Sohu.com Inc.
Level 12, Sohu.com Internet Plaza, No. 1 Unit
Zhongguancun East Road, Haidian District
Beijing 100084, People's Republic of China
Attention: Eric Yuan

Dear Mr. Yuan:

Enclosed please find my shareholder proposal for inclusion in our proxy materials for the 2014 annual meeting of shareholders and TD Ameritrade letter of my Sohu.com shares ownership for more than \$2000 value for more than one year. I will continuously hold these shares until the 2014 annual meeting of shareholders.

Should you have any questions, please contact me at 1-925-643-5034 (phone/fax) or us-japan-china@qq.com.

Yours truly,

A handwritten signature in black ink that reads "Jing Zhao". The signature is written in a cursive, flowing style.

Jing Zhao

Enclosure: Shareholder proposal

TD Ameritrade letter of Jing Zhao's shares ownership

Resolution for 2014 Shareholders Meeting on Independent Board Chairman

Resolved: Shareholders request that our board of directors adopt a policy that the chairman of our board of directors shall be an independent director. An independent director is a director who has not served as an executive officer of our company.

Supporting Statement:

When our CEO is our board chairman, our board cannot monitor our CEO's performance, especially under China's business condition lacking of check and balance, and our CEO is also the founder of our company. As shown from the "Three Representatives" policy of Jiang Zemin (who came to power from the Tiananmen Tragedy in 1989 without legitimacy), China's social order and economic situation are very tense because China does not have an independent Chairman of Congress to monitor the chief executive power. An independent chairman is the prevailing practice in the international market, such as in the United Kingdom. In the United States, many companies also began to have Independent Chairman or Independent Lead Director for the main purpose to monitor CEO's performance.

This proposal should also be evaluated in the context of our company's overall corporate governance. For example, the independent think tank US-Japan-China Comparative Policy Research Institute rated our company "D: concerned, need improvement." See <http://cpri.tripod.com/cpr2013/csri.pdf> (this site is not blocked in China, so our board members in China can read it too.)

11/11/2013

Jing Zhao
262 Altadena Cir
Bay Point, CA 94565

Re: Your TD Ameritrade Account Ending in 6640

Dear Jing Zhao,

Thank you for allowing me to assist you today. As you requested, this letter is to confirm that you held 60 shares of Sohu.com Inc. (SOHU) continuously from August 6, 2012 to May 13, 2013. Since May 13, 2013 to the open of business on November 11, 2013, you have continuously held 40 shares of Sohu.com Inc. (SOHU).

If we can be of any further assistance, please let us know. Just log in to your account and go to the Message Center to write us. You can also call Client Services at 800-669-3900. We're available 24 hours a day, seven days a week.

Sincerely,

A handwritten signature in black ink that reads 'Lindsey Reandeau'.

Lindsey Reandeau
Resource Specialist
TD Ameritrade

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