

IDT CORP

Form 4

January 10, 2007

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KATZ YONA

(Last) (First) (Middle)

**C/O IDT CORPORATION, 520
BROAD STREET**

(Street)

NEWARK, NJ 01702

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

IDT CORP [IDT, IDT.C]

3. Date of Earliest Transaction
(Month/Day/Year)

01/08/2007

4. If Amendment, Date Original
Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)

EVP of Business Development

6. Individual or Joint/Group Filing (Check
Applicable Line)
____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
Class B Common Stock, par value \$.01 per share					1,502 ⁽¹⁾	I	By 401(k) Plan
Class B Common Stock, par value \$.01 per share	01/08/2007		M	11,600 A	\$ 8.8515 260,787 ⁽²⁾	D	
Class B Common	01/08/2007		S	11,600 D	\$ 13 249,187 ⁽³⁾	D	

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Stock, par
value \$.01
per share

Class B

Common

Stock, par value \$.01 per share	01/09/2007	M	11,734	A	\$ 8.8515	260,921 ⁽²⁾	D
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Class B

Common

Stock, par value \$.01 per share	01/09/2007	S	11,734	D	\$ 13	249,187 ⁽³⁾	D
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Class B

Common

Stock, par value \$.01 per share	01/08/2007	S	<u>2,000</u> ⁽⁴⁾	D	\$ 12.91	247,187 ⁽⁵⁾	D
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Class B

Common

Stock, par value \$.01 per share	01/09/2007	S	9,326	D	\$ 13	237,861 ⁽⁶⁾	D
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Class B

Common

Stock, par value \$.01 per share	01/10/2007	S	4,471	D	\$ 12.8	233,390 ⁽⁷⁾	D
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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.**

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number

Class B Common Stock, par value \$0.01 per share	\$ 8.8515	01/08/2007	M	11,600	04/01/2004	04/04/2011	Class B Common Stock	11,600
Class B Common Stock, par value \$0.01 per share	\$ 8.8515	01/09/2007	M	11,734	01/24/2005	04/04/2011	Class B Common Stock	11,734

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KATZ YONA C/O IDT CORPORATION 520 BROAD STREET NEWARK, NJ 01702			EVP of Business Development	

Signatures

Joyce J. Mason, by Power of
Attorney
01/10/2007

__Signature of Reporting Person

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).
- (1) As of December 29, 2006.
- (2) Includes 247,187 shares of Restricted Stock, of which 13,797 are vested, and 2,000 shares of stock purchased through the Issuer's Employee Stock Purchase Plan.
- (3) Consists of 247,187 shares of Restricted Stock, of which 13,797 are vested, and 2,000 shares of stock purchased through the Issuer's Employee Stock Purchase Plan.
- (4) Shares of stock purchased through the Issuer's Employee Stock Purchase Plan.
- (5) Shares of Restricted Stock, of which 13,797 are vested.
- (6) Shares of Restricted Stock, of which 4,471 are vested.
- (7) Shares of Restricted Stock, none of which are vested.

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.