

MASON JOYCE J  
Form 4  
June 28, 2010

**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  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MASON JOYCE J

(Last) (First) (Middle)

C/O IDT CORPORATION, 520  
BROAD STREET

(Street)

NEWARK, NJ 07102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

IDT CORP [IDT, IDT.C]

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

06/24/2010

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 and Corporate Secretary

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 Ownership (Instr. 4)
Class B Common Stock				(A)	1,606 <sup>(1)</sup>	I	By 401(k) Plan
Common Stock				(A)	3,459	D	
Common Stock				(A)	460	I	By Self for Son
Common Stock				(A)	460	I	By Self for Daughter
				(A)	626	I	

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Common Stock									By Self for Husband
Class B Common Stock						1,906	I		By Self for Son
Class B Common Stock						1,431	I		By Self for Daughter
Class B Common Stock						1,556	I		By Self for Husband
Class B Common Stock	06/24/2010		M	5,000	A	\$ 6.5625	21,090 <sup>(2)</sup>	D	
Class B Common Stock	06/24/2010		S	5,000	D	\$ 9.9	16,090 <sup>(3)</sup>	D	
Class B Common Stock	06/28/2010		M	5,000	A	\$ 6.5625	21,090 <sup>(2)</sup>	D	
Class B Common Stock	06/28/2010		S	5,000	D	\$ 11.25	16,090 <sup>(3)</sup>	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	8. Amount or Number of Shares	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Employee Stock Option (right to buy)	\$ 6.5625	06/24/2010	M	5,000	(4)	04/15/2013	Class B Common Stock	5,000
Employee Stock Option (right to buy)	\$ 6.5625	06/28/2010	M	5,000	(4)	04/15/2013	Class B Common Stock	5,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MASON JOYCE J C/O IDT CORPORATION 520 BROAD STREET NEWARK, NJ 07102			EVP and Corporate Secretary	

## Signatures

Joyce J. Mason                      06/28/2010

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 May 31, 2010.
- (2) Consists of 8,281 shares of Restricted Stock, all of which are vested, 1,396 shares of stock purchased through the Issuer's Employee Stock Purchase Program and 11,413 shares held by Ms. Mason directly.
- (3) Consists of 8,281 shares of Restricted Stock, all of which are vested, 1,396 shares of stock purchased through the Issuer's Employee Stock Purchase Program and 6,413 shares held by Ms. Mason directly.
- (4) This option vested in three equal installments on April 16, 1998, 1999 and 2000.

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.