

IDT CORP

Form 3

March 23, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Mauro Douglas W

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

03/16/2005

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

IDT CORP [IDT/IDT.C]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other
(give title below) (specify below)

Chief Tax Officer

6. Individual or Joint/Group

Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person

____ Form filed by More than One
Reporting Person

C/O IDT
CORPORATION,Â 520 BROAD
STREET

(Street)

NEWARK,Â NJÂ 07102

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Class B Common Stock, par value \$.01 per
share

1,658

I

By 401(k) Plan

Class B Common Stock, par value \$.01 per
share

1,326 ⁽¹⁾

D

Â

Class B Common Stock, par value \$.01 per
share

4,444 ⁽²⁾

D

Â

Class B Common Stock, par value \$.01 per
share

9,333 ⁽³⁾

D

Â

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

SEC 1473 (7-02)

**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.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (right to buy)	08/11/2000	08/10/2009	Class B Common Stock	18,000	\$ 7.6875	D	Â
Employee Stock Option (right to buy)	08/11/2001	08/10/2009	Class B Common Stock	18,000	\$ 7.6875	D	Â
Employee Stock Option (right to buy)	08/11/2002	08/10/2009	Class B Common Stock	18,000	\$ 7.6875	D	Â
Employee Stock Option (right to buy)	01/01/2002	12/31/2009	Class B Common Stock	5,000	\$ 9.4375	D	Â
Employee Stock Option (right to buy)	04/01/2003	04/04/2011	Class B Common Stock	10,000	\$ 8.8515	D	Â
Employee Stock Option (right to buy)	04/01/2004	04/04/2011	Class B Common Stock	10,000	\$ 8.8515	D	Â
Employee Stock Option (right to buy)	01/24/2005	06/27/2012	Class B Common Stock	25,000	\$ 15.94	D	Â
Employee Stock Option (right to buy)	01/24/2005	12/15/2013	Class B Common Stock	8,333	\$ 19.91	D	Â
Employee Stock Option (right to buy)	01/24/2005	11/22/2014	Class B Common Stock	11,667	\$ 15.67	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Mauro Douglas W
C/O IDT CORPORATION Â Â Â Chief Tax Officer Â
520 BROAD STREET
NEWARK, NJ 07102

Signatures

Joyce J. Mason, by Power of Attorney 03/23/2005

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Shares of Restricted Stock.
- (2) Grant of Restricted Stock that vests as follows: 2,222 shares on 1/2/2006 and 2,222 shares on 1/2/2007.
- (3) Grant of Restricted Stock that vests as follows: 3,111 shares on 2/1/2006, 3,111 shares on 2/1/2007 and 3,111 shares on 2/1/2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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