

IDT CORP  
Form 4  
January 09, 2017

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
JONAS HOWARD S

(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]

3. Date of Earliest Transaction (Month/Day/Year)  
12/22/2016

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)  
Chairman of the Board

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)
				(A) or (D)	Price		
				Code	V	Amount	
Class B Common Stock	12/22/2016		G	V	9,750	D	\$ 0 184.004 D
Class B Common Stock	01/05/2017		A		69,624 <sup>(1)</sup>	D	\$ 19.565 253,628 D
Class B Common Stock	01/05/2017		F		23,208 <sup>(2)</sup>	D	\$ 19.565 230,420 <sup>(3)</sup> D
Class B Common							3,425 <sup>(4)</sup> I By 401(k) Plan

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Stock			
Class B Common Stock	168,499	I	By Trust FBO Michael Jonas <sup>(5)</sup>
Class B Common Stock	339,258	I	By Trust FBO Joseph Jonas <sup>(5)</sup>
Class B Common Stock	339,305	I	By Trust FBO Tamar Jonas <sup>(5)</sup>
Class B Common Stock	339,220	I	By Trust FBO Rachel Jonas <sup>(5)</sup>
Class B Common Stock	339,427	I	By Trust FBO Leora Jonas <sup>(5)</sup>
Class B Common Stock	328,587	I	By Trust FBO David Jonas <sup>(5)</sup>
Class B Common Stock	339,448	I	By Trust FBO Samuel Jonas <sup>(5)</sup>
Class B Common Stock	339,664	I	By Trust FBO Jonathan Jonas <sup>(5)</sup>
Class B Common Stock	339,627	I	By Trust FBO Miriam Jonas <sup>(5)</sup>
Class B Common Stock	1,556	I	Custodial for Son (Joseph)
Class B Common Stock	1,556	I	Custodial for Daughter (Rachel)
Class B Common Stock	1,556	I	Custodial for Daughter (Tamar)
	1,556	I	

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Class B Common Stock						Custodial for Daughter (Miriam)
Class B Common Stock		1,556		I		Custodial for Son (Jonathan)
Class B Common Stock		197,641		I		By The Jonas Foundation
Class B Common Stock		629,808		I		By Howard S. Jonas 2014 Annuity Trust
Class A Common Stock		1,574,326		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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

JONAS HOWARD S  
C/O IDT CORPORATION  
520 BROAD STREET  
NEWARK, NJ 07102

X X Chairman of the Board

## Signatures

Joyce J. Mason, by Power of  
Attorney

01/09/2017

\_\_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) Grant of Restricted Stock, 23,208 shares of which shall vest immediately and 23,208 shares of which vest on each of January 5, 2018 and January 5, 2019.
- (2) Represents shares withheld by the Issuer for tax purposes upon vesting of Restricted Stock.
- (3) Includes 46,416 shares of Restricted Stock, which vest as follows: 23,208 shares on each of January 5, 2018 and January 5, 2019.
- (4) As of December 31, 2016.
- (5) These shares are held in trust for the benefit of the Reporting Person's children. The Reporting Person's spouse is the trustee of the trust. Mr. Jonas does not exercise or share investment control of these shares.

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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