

JONAS HOWARD S

Form 4

July 17, 2012

**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 \*  
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)

07/02/2012

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)

CEO and 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Class B<br>Common<br>Stock            |                                         |                                                             |                                         | (A)<br>or<br>(D)                                                       | Price                                                                                                              |                                                                         |                                                                   |
|                                       |                                         |                                                             | Code                                    | V                                                                      | Amount                                                                                                             |                                                                         |                                                                   |
|                                       |                                         |                                                             |                                         |                                                                        |                                                                                                                    | 2,047,230 <sup>(1)</sup>                                                | D                                                                 |
| Class B<br>Common<br>Stock            | 07/02/2012                              |                                                             | J                                       | V                                                                      | 254 <sup>(2)</sup>                                                                                                 | A                                                                       | \$<br>9.81                                                        |
|                                       |                                         |                                                             |                                         |                                                                        |                                                                                                                    | 1,902                                                                   | I                                                                 |
| Class B<br>Common<br>Stock            |                                         |                                                             |                                         |                                                                        |                                                                                                                    | 121,090                                                                 | I                                                                 |
|                                       |                                         |                                                             |                                         |                                                                        |                                                                                                                    |                                                                         | By Trust<br>FBO Joseph<br>Jonas <sup>(3)</sup>                    |
| Class B<br>Common                     |                                         |                                                             |                                         |                                                                        |                                                                                                                    | 121,090                                                                 | I                                                                 |
|                                       |                                         |                                                             |                                         |                                                                        |                                                                                                                    |                                                                         | By Trust<br>FBO Tamar                                             |

Edgar Filing: JONAS HOWARD S - Form 4

|                            |         |   |                                                     |
|----------------------------|---------|---|-----------------------------------------------------|
| Stock                      |         |   | Jonas <sup>(3)</sup>                                |
| Class B<br>Common<br>Stock | 121,090 | I | By Trust<br>FBO Rachel<br>Jonas <sup>(3)</sup>      |
| Class B<br>Common<br>Stock | 121,090 | I | By Trust<br>FBO Leora<br>Jonas <sup>(3)</sup>       |
| Class B<br>Common<br>Stock | 121,090 | I | By Trust<br>FBO David<br>Jonas <sup>(3)</sup>       |
| Class B<br>Common<br>Stock | 121,090 | I | By Trust<br>FBO<br>Michael<br>Jonas <sup>(3)</sup>  |
| Class B<br>Common<br>Stock | 121,090 | I | By Trust<br>FBO<br>Samuel<br>Jonas <sup>(3)</sup>   |
| Class B<br>Common<br>Stock | 121,090 | I | By Trust<br>FBO<br>Jonathan<br>Jonas <sup>(3)</sup> |
| Class B<br>Common<br>Stock | 76,369  | I | By Trust<br>FBO<br>Miriam<br>Jonas <sup>(3)</sup>   |
| Class B<br>Common<br>Stock | 1,556   | I | Custodial<br>for Son<br>(Joseph)                    |
| Class B<br>Common<br>Stock | 1,556   | I | Custodial<br>for<br>Daughter<br>(Rachel)            |
| Class B<br>Common<br>Stock | 1,556   | I | Custodial<br>for<br>Daughter<br>(Tamar)             |
| Class B<br>Common<br>Stock | 1,556   | I | Custodial<br>for<br>Daughter<br>(Miriam)            |
| Class B<br>Common<br>Stock | 1,556   | I | Custodial<br>for Son<br>(Jonathan)                  |

# Edgar Filing: JONAS HOWARD S - Form 4

|                            |           |   |                                                      |
|----------------------------|-----------|---|------------------------------------------------------|
| Class A<br>Common<br>Stock | 1,476,229 | D |                                                      |
| Class A<br>Common<br>Stock | 98,097    | I | By Howard<br>S. Jonas<br>2009<br>Annuity<br>Trust I  |
| Class B<br>Common<br>Stock | 388,716   | I | By Howard<br>S. Jonas<br>2009<br>Annuity<br>Trust I  |
| Class B<br>Common<br>Stock | 1,309,284 | I | By Howard<br>S. Jonas<br>2009<br>Annuity<br>Trust II |

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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|

| Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>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 CEO and Chairman of the Board

## Signatures

Joyce J. Mason, by Power of  
Attorney

07/17/2012

\_\_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).

Includes a grant of 608,246 restricted shares of Class B Common Stock that vests on December 31, 2013, as well as a grant of 883,333

- (1) restricted shares, which were converted from Common Stock to Class B Common Stock on April 2, 2011, all of which vest on December 31, 2013.
- (2) Represents shares granted by the Company in connection with a 401(k) match.
- (3) 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.

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.