

MASON JOYCE J  
Form 4  
July 14, 2011

**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 \*  
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]

3. Date of Earliest Transaction (Month/Day/Year)  
07/12/2011

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class B Common Stock					1,583 <sup>(1)</sup>	I	By 401(k) Plan
Class B Common Stock	07/12/2011		S		366	D	\$ 27.09 2,800
Class B Common Stock	07/12/2011		S		291	D	\$ 27.06 2,400
Class B Common Stock					2,182	I	By Self for

Stock								Husband
Class B Common Stock	07/12/2011		M	3,000	A	\$ 6.5625	32,549 <sup>(2)</sup>	D
Class B Common Stock	07/12/2011		S	3,000	D	\$ 26.986	29,549 <sup>(3)</sup>	D
Class B Common Stock	07/13/2011		S	2,200	D	\$ 27.262	27,349 <sup>(4)</sup>	D

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

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**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
Employee Stock Option (right to buy)	\$ 6.5625	07/12/2011		M	3,000	<sup>(5)</sup> 04/15/2013	Class B Common Stock	3,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

MASON JOYCE J  
C/O IDT CORPORATION  
520 BROAD STREET  
NEWARK, NJ 07102

Director 10% Owner Officer Other  
EVP and Corporate Secretary

## Signatures

Joyce J. Mason

07/14/2011

\*\*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 June 30, 2011.

(2) Consists of 18,281 shares of Restricted Stock, 8,281 shares of which are vested, 1,396 shares of stock purchased through the Issuer's Employee Stock Purchase Program and 12,872 shares held by Ms. Mason directly.

(3) Consists of 18,281 shares of Restricted Stock, 8,281 shares of which are vested, 1,396 shares of stock purchased through the Issuer's Employee Stock Purchase Program and 9,872 shares held by Ms. Mason directly.

(4) Consists of 16,081 shares of Restricted Stock, 8,281 shares of which are vested, 1,396 shares of stock purchased through the Issuer's Employee Stock Purchase Program and 9,872 shares held by Ms. Mason directly.

(5) 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.

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