Tendler Ely D Form 3 June 30, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement IDT CORP [IDT/IDT.C] Tendler Ely D (Month/Day/Year) 06/21/2005 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O IDT (Check all applicable) CORPORATION, Â 520 BROAD STREET, ATTN: JOYCE J. 10% Owner Director **MASON** _X__ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group Chief Legal Officer Filing(Check Applicable Line) _X_ Form filed by One Reporting Person NEWARK. NJÂ 07102 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) (Instr. 5) Form: Direct (D) or Indirect (Instr. 5) Class B Common Stock, par value \$.01 per D Â 4,444 (1) share Class B Common Stock, par value \$.01 per Â 6,798 (2) D share Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

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

currently valid OMB control number.

Edgar Filing: Tendler Ely D - Form 3

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exerci Expiration Dat (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--------------------|--|----------------------------------|---|---|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
| Employee Stock Option (right to buy) | 01/24/2005 | 01/02/2013 | Class B Common Stock | 28,000 | \$ 14.95 | 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 | 8,499 | \$ 15.67 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | | | |
|--|----------|---------------|------------------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| Tendler Ely D | | | | | | | |
| C/O IDT CORPORATION | â | â | Chief Legal Officer | â | | | |
| 520 BROAD STREET, ATTN: JOYCE J. MASON | А | А | A Ciliei Legai Officei | A | | | |
| NEWARK, NJ 07102 | | | | | | | |

Signatures

Joyce J. Mason, by Power of Attorney 06/30/2005

**Signature of Reporting Person D

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) Grant of Restricted Stock that vests as follows: 2,222 shares on 1/2/2006 and 2,222 shares on 1/2/2007.
- (2) Grant of Restricted Stock that vests as follows: 2,266 shares on 2/1/2006, 2,266 shares on 2/1/2007 and 2,266 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. 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.

Reporting Owners 2