

SouFun Holdings Ltd  
Form SC 13D/A  
January 09, 2014

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

**SCHEDULE 13D/A**

**Under the Securities Exchange Act of 1934  
(Amendment No. 4)**

**SOUFUN HOLDINGS LIMITED**

(Name of Issuer)

**Class A Ordinary Shares, par value HK\$1.00 per share**

(Title of Class of Securities)

**836034108\*\***

(CUSIP Number)

**Douglas Markel  
Simpson Thacher & Bartlett LLP  
3919 China World Tower  
No. 1 Jianguomenwai Avenue  
Beijing 100004, China  
+86(10)-5965-2989**

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

**January 1, 2014**

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

## Edgar Filing: SouFun Holdings Ltd - Form SC 13D/A

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

\*\* This CUSIP applies to the American Depositary Shares, evidenced by American Depositary Receipts, each representing one Class A Ordinary Share. No CUSIP has been assigned to the Class A Ordinary Shares.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 836034108

1. Names of Reporting Persons.  
Hunt 7-A Guernsey L.P. Inc
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Source of Funds (See Instructions)  
OO
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization  
Guernsey
- |  |     |                                       |
|--|-----|---------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 7.  | Sole Voting Power<br>0                |
|  | 8.  | Shared Voting Power<br>3,735,149      |
|  | 9.  | Sole Dispositive Power<br>0           |
|  | 10. | Shared Dispositive Power<br>3,735,149 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
3,735,149
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
6.5% (1)
14. Type of Reporting Person (See Instructions)  
PN

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(1) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.

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CUSIP No. 836034108

1. Names of Reporting Persons.  
Apax Europe VII-A L.P.
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Source of Funds (See Instructions)  
OO
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization  
England
- |  |     |                                       |
|--|-----|---------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 7.  | Sole Voting Power<br>0                |
|  | 8.  | Shared Voting Power<br>3,735,149      |
|  | 9.  | Sole Dispositive Power<br>0           |
|  | 10. | Shared Dispositive Power<br>3,735,149 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
3,735,149
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
6.5% (2)
14. Type of Reporting Person (See Instructions)  
PN

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(2) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.

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CUSIP No. 836034108

1. Names of Reporting Persons.  
Hunt 7-B Guernsey L.P. Inc
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Source of Funds (See Instructions)  
OO
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization  
Guernsey
- |  |     |                                       |
|--|-----|---------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 7.  | Sole Voting Power<br>0                |
|  | 8.  | Shared Voting Power<br>7,028,593      |
|  | 9.  | Sole Dispositive Power<br>0           |
|  | 10. | Shared Dispositive Power<br>7,028,593 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
7,028,593
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
12.3% (3)
14. Type of Reporting Person (See Instructions)  
PN

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(3) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.

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CUSIP No. 836034108

1. Names of Reporting Persons.  
Apax Europe VII-1 L.P.
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Source of Funds (See Instructions)  
OO
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization  
England
- |  |     |                                       |
|--|-----|---------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 7.  | Sole Voting Power<br>0                |
|  | 8.  | Shared Voting Power<br>7,028,593      |
|  | 9.  | Sole Dispositive Power<br>0           |
|  | 10. | Shared Dispositive Power<br>7,028,593 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
7,028,593
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
12.3% (4)
14. Type of Reporting Person (See Instructions)  
PN

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(4) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.

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CUSIP No. 836034108

1. Names of Reporting Persons.  
Apax Europe VII-B L.P.
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Source of Funds (See Instructions)  
OO
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization  
England
- |  |     |                                       |
|--|-----|---------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 7.  | Sole Voting Power<br>0                |
|  | 8.  | Shared Voting Power<br>7,028,593      |
|  | 9.  | Sole Dispositive Power<br>0           |
|  | 10. | Shared Dispositive Power<br>7,028,593 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
7,028,593
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
12.3% (5)
14. Type of Reporting Person (See Instructions)  
PN

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(5) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.

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CUSIP No. 836034108

1. Names of Reporting Persons.  
Apax Europe VI-1 L.P.
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Source of Funds (See Instructions)  
OO
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization  
England
- |  |     |                                       |
|--|-----|---------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 7.  | Sole Voting Power<br>0                |
|  | 8.  | Shared Voting Power<br>7,028,593      |
|  | 9.  | Sole Dispositive Power<br>0           |
|  | 10. | Shared Dispositive Power<br>7,028,593 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
7,028,593
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
12.3% (6)
14. Type of Reporting Person (See Instructions)  
PN

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(6) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.



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1. Names of Reporting Persons.  
Hunt 7-A GP Limited
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
3. SEC Use Only
4. Source of Funds (See Instructions)  
OO
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization  
Guernsey
- |  |     |  |
|--|-----|--|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 7.  | Sole Voting Power<br>0                 |
|  | 8.  | Shared Voting Power<br>10,763,741      |
|  | 9.  | Sole Dispositive Power<br>0            |
|  | 10. | Shared Dispositive Power<br>10,763,741 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
10,763,741
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
18.8% (7)
14. Type of Reporting Person (See Instructions)  
OO

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(7) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.

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CUSIP No. 836034108

1. Names of Reporting Persons.  
Hunt 6-A Guernsey L.P. Inc
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
 

(a)	<input type="radio"/>
(b)	<input checked="" type="radio"/>
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
OO
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Guernsey
- |  |     |                                       |
|--|-----|---------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 7.  | Sole Voting Power<br>0                |
|  | 8.  | Shared Voting Power<br>4,140,783      |
|  | 9.  | Sole Dispositive Power<br>0           |
|  | 10. | Shared Dispositive Power<br>4,140,783 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
4,140,783
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
7.2% (8)
  14. Type of Reporting Person (See Instructions)  
PN

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(8) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.

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CUSIP No. 836034108

- |     |  |           |
|-----|--|-----------|
| 1.  | Names of Reporting Persons.<br>Hunt 6-A GP Limited                                   |           |
| 2.  | Check the Appropriate Box if a Member of a Group (See Instructions)                  |           |
|     | (a)  | o         |
|     | (b)  | x         |
| 3.  | SEC Use Only   |           |
| 4.  | Source of Funds (See Instructions)<br>OO   |           |
| 5.  | Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  | o         |
| 6.  | Citizenship or Place of Organization<br>Guernsey                                     |           |
| 7.  | Sole Voting Power  | 0         |
| 8.  | Shared Voting Power  | 4,140,783 |
| 9.  | Sole Dispositive Power   | 0         |
| 10. | Shared Dispositive Power   | 4,140,783 |
| 11. | Aggregate Amount Beneficially Owned by Each Reporting Person<br>4,140,783            |           |
| 12. | Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) | o         |
| 13. | Percent of Class Represented by Amount in Row (11)<br>7.2% (9)                       |           |
| 14. | Type of Reporting Person (See Instructions)<br>OO                                    |           |

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With:

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(9) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.

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CUSIP No. 836034108

1. Names of Reporting Persons.  
Apax Europe VI-A, L.P.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
 

(a)	<input type="radio"/>
(b)	<input checked="" type="radio"/>
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
OO
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
England
- |  |     |                          |           |
|--|-----|--------------------------|-----------|
|  | 7.  | Sole Voting Power        | 0         |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 8.  | Shared Voting Power      | 4,140,783 |
|  | 9.  | Sole Dispositive Power   | 0         |
|  | 10. | Shared Dispositive Power | 4,140,783 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
4,140,783
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
7.2% (10)
  14. Type of Reporting Person (See Instructions)  
PN

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(10) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.

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CUSIP No. 836034108

1. Names of Reporting Persons.  
Apax Europe VI GP L.P. Inc.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
 

(a)	<input type="radio"/>
(b)	<input checked="" type="radio"/>
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
OO
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Guernsey
- |  |     |  |
|--|-----|--|
|  | 7.  | Sole Voting Power<br>0                 |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 8.  | Shared Voting Power<br>11,169,376      |
|  | 9.  | Sole Dispositive Power<br>0            |
|  | 10. | Shared Dispositive Power<br>11,169,376 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
11,169,376
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
19.5% (11)
  14. Type of Reporting Person (See Instructions)  
OO

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(11) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.

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CUSIP No. 836034108

1. Names of Reporting Persons.  
Apax Europe VI GP Co. Limited
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
 

(a)	<input type="radio"/>
(b)	<input checked="" type="radio"/>
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
OO
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Guernsey
- |  |     |  |
|--|-----|--|
|  | 7.  | Sole Voting Power<br>0                 |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 8.  | Shared Voting Power<br>11,169,376      |
|  | 9.  | Sole Dispositive Power<br>0            |
|  | 10. | Shared Dispositive Power<br>11,169,376 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
11,169,376
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
19.5% (12)
  14. Type of Reporting Person (See Instructions)  
OO

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(12) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.

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CUSIP No. 836034108

1. Names of Reporting Persons.  
Apax Europe VII GP L.P. Inc.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
 

(a)	<input type="radio"/>
(b)	<input checked="" type="radio"/>
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
OO
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Guernsey
- |  |     |  |
|--|-----|--|
|  | 7.  | Sole Voting Power<br>0                 |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 8.  | Shared Voting Power<br>10,763,741      |
|  | 9.  | Sole Dispositive Power<br>0            |
|  | 10. | Shared Dispositive Power<br>10,763,741 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
10,763,741
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
18.8% (13)
  14. Type of Reporting Person (See Instructions)  
OO

---

(13) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.

Edgar Filing: SouFun Holdings Ltd - Form SC 13D/A

CUSIP No. 836034108

1. Names of Reporting Persons.  
Apax Europe VII GP Co. Limited
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
 

(a)	<input type="radio"/>
(b)	<input checked="" type="radio"/>
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
OO
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Guernsey
- |  |     |  |
|--|-----|--|
|  | 7.  | Sole Voting Power<br>0                 |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 8.  | Shared Voting Power<br>10,763,741      |
|  | 9.  | Sole Dispositive Power<br>0            |
|  | 10. | Shared Dispositive Power<br>10,763,741 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
10,763,741
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
18.8% (14)
  14. Type of Reporting Person (See Instructions)  
OO

---

(14) Based on 57,196,844 Class A Ordinary Shares outstanding as of September 30, 2013, as disclosed on Form 6-K filed by the Issuer on November 22, 2013.



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CUSIP No. 836034108

1. Names of Reporting Persons.  
Apax Partners Europe Managers Ltd
  
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)  o  
(b)  x
  
3. SEC Use Only
  
4. Source of Funds (See Instructions)  
OO
  
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)  o
  
6. Citizenship or Place of Organization  
England

Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power 0
	8.	