

SouFun Holdings Ltd  
Form SC 13D/A  
March 23, 2015

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

SCHEDULE 13D/A  
Under the Securities Exchange Act of 1934  
(Amendment No. 13)

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)

James C. Lin  
Davis Polk & Wardwell  
Hong Kong Club Building  
3A Chater Road  
Hong Kong  
+852 2533 3368

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

March 20, 2015  
(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.

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 number applies to the American Depositary Shares, evidenced by American Depositary Receipts, five American Depositary Shares 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).

---

CUSIP No. 836034108

13D

Page 2 of 21 Pages

1. NAME OF REPORTING PERSON

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

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

Guernsey

7. SOLE VOTING POWER

NUMBER OF	0	
SHARES		8. SHARED VOTING POWER
BENEFICIALLY		
OWNED BY	2,246,155	
EACH		9. SOLE DISPOSITIVE POWER
REPORTING		
PERSON	0	
WITH		10. SHARED DISPOSITIVE POWER

2,246,155

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,246,155

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)

3.8% (1)

14. TYPE OF REPORTING PERSON (See Instructions)

PN

(1) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.

---

CUSIP No. 836034108

13D

Page 3 of 21 Pages

1. NAME OF REPORTING PERSON

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

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

NUMBER OF	0	
SHARES		8. SHARED VOTING POWER
BENEFICIALLY		
OWNED BY	2,246,155	
EACH		9. SOLE DISPOSITIVE POWER
REPORTING		
PERSON	0	
WITH		10. SHARED DISPOSITIVE POWER

2,246,155

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,246,155

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

3.8% (2)

14. TYPE OF REPORTING PERSON (See Instructions)

PN

(2) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.

---

CUSIP No. 836034108

13D

Page 4 of 21 Pages

1. NAME OF REPORTING PERSON

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

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

NUMBER OF SHARES	0	8. SHARED VOTING POWER
BENEFICIALLY OWNED BY	4,229,691	9. SOLE DISPOSITIVE POWER
EACH REPORTING PERSON	0	10. SHARED DISPOSITIVE POWER
WITH		

4,229,691

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,229,691

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% (3)

14. TYPE OF REPORTING PERSON (See Instructions)

PN

(3) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.





CUSIP No. 836034108

13D

Page 5 of 21 Pages

1. NAME OF REPORTING PERSON

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

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

NUMBER OF	0	
SHARES		8. SHARED VOTING POWER
BENEFICIALLY		
OWNED BY	4,229,691	
EACH		9. SOLE DISPOSITIVE POWER
REPORTING		
PERSON	0	
WITH		10. SHARED DISPOSITIVE POWER

4,229,691

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,229,691

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% (4)

14. TYPE OF REPORTING PERSON (See Instructions)

PN

(4) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.



CUSIP No. 836034108

13D

Page 6 of 21 Pages

## 1. NAME OF REPORTING PERSON

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

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

## 7. SOLE VOTING POWER

NUMBER OF 0

## 8. SHARED VOTING POWER

BENEFICIALLY

OWNED BY 4,229,691

## 9. SOLE DISPOSITIVE POWER

EACH REPORTING

PERSON 0

## 10. SHARED DISPOSITIVE POWER

4,229,691

## 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,229,691

## 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)

7.2% (5)

## 14. TYPE OF REPORTING PERSON (See Instructions)

PN

(5) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.



CUSIP No. 836034108

13D

Page 7 of 21 Pages

## 1. NAME OF REPORTING PERSON

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

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

## 7. SOLE VOTING POWER

NUMBER OF 0

## 8. SHARED VOTING POWER

BENEFICIALLY

OWNED BY 4,229,691

## 9. SOLE DISPOSITIVE POWER

REPORTING

PERSON 0

## 10. SHARED DISPOSITIVE POWER

4,229,691

## 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,229,691

## 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)

7.2% (6)

## 14. TYPE OF REPORTING PERSON (See Instructions)

PN

(6) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.



CUSIP No. 836034108

13D

Page 8 of 21 Pages

1. NAME OF REPORTING PERSON

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

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

NUMBER OF  
SHARES 0

8. SHARED VOTING POWER

BENEFICIALLY

OWNED BY 6,475,846

EACH 9. SOLE DISPOSITIVE POWER

REPORTING

PERSON 0

WITH 10. SHARED DISPOSITIVE POWER

6,475,846

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,475,846

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11.1% (7)

14. TYPE OF REPORTING PERSON (See Instructions)

OO

(7) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.





CUSIP No. 836034108

13D

Page 9 of 21 Pages

## 1. NAME OF REPORTING PERSON

Hunt 6-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

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

Guernsey

## 7. SOLE VOTING POWER

NUMBER OF  
SHARES 0

## 8. SHARED VOTING POWER

BENEFICIALLY

OWNED BY 2,487,078

## 9. SOLE DISPOSITIVE POWER

EACH

REPORTING PERSON 0

## 10. SHARED DISPOSITIVE POWER

WITH

2,487,078

## 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,487,078

## 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)

4.3% (8)

## 14. TYPE OF REPORTING PERSON (See Instructions)

PN

(8) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.



1. NAME OF REPORTING PERSON

Hunt 6-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

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

NUMBER OF  
SHARES 0

8. SHARED VOTING POWER

BENEFICIALLY

OWNED BY 2,487,078

EACH 9. SOLE DISPOSITIVE POWER

REPORTING

PERSON 0

WITH 10. SHARED DISPOSITIVE POWER

2,487,078

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,487,078

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

4.3% (9)

14. TYPE OF REPORTING PERSON (See Instructions)

OO

(9) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.



CUSIP No. 836034108

13D

Page 11 of 21 Pages

1. NAME OF REPORTING PERSON

Apax Europe VI-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

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

NUMBER OF  
SHARES 0

8. SHARED VOTING POWER

BENEFICIALLY

OWNED BY 2,487,078

EACH 9. SOLE DISPOSITIVE POWER

REPORTING

PERSON 0

WITH 10. SHARED DISPOSITIVE POWER

2,487,078

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,487,078

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

4.3% (10)

14. TYPE OF REPORTING PERSON (See Instructions)

PN

(10) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.



CUSIP No. 836034108

13D

Page 12 of 21 Pages

1. NAME OF REPORTING PERSON

Apax Europe VI GP 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

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

NUMBER OF  
SHARES 0

8. SHARED VOTING POWER

BENEFICIALLY

OWNED BY 6,716,769

9. SOLE DISPOSITIVE POWER

EACH

REPORTING PERSON 0

10. SHARED DISPOSITIVE POWER

WITH

6,716,769

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,716,769

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11.5% (11)

14. TYPE OF REPORTING PERSON (See Instructions)

OO

(11) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.





CUSIP No. 836034108

13D

Page 13 of 21 Pages

1. NAME OF REPORTING PERSON

Apax Europe VI GP Co. Limited

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

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

NUMBER OF  
SHARES 0

8. SHARED VOTING POWER

BENEFICIALLY

OWNED BY 6,716,769

EACH 9. SOLE DISPOSITIVE POWER

REPORTING

PERSON 0

WITH 10. SHARED DISPOSITIVE POWER

6,716,769

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,716,769

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11.5% (12)

14. TYPE OF REPORTING PERSON (See Instructions)

OO

(12) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.



CUSIP No. 836034108

13D

Page 14 of 21 Pages

## 1. NAME OF REPORTING PERSON

Apax Europe VII GP 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

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

Guernsey

## 7. SOLE VOTING POWER

NUMBER OF  
SHARES 0

## 8. SHARED VOTING POWER

BENEFICIALLY

OWNED BY 6,475,846

## 9. SOLE DISPOSITIVE POWER

EACH

REPORTING  
PERSON 0

## 10. SHARED DISPOSITIVE POWER

WITH

6,475,846

## 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,475,846

## 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)

11.1% (13)

## 14. TYPE OF REPORTING PERSON (See Instructions)

OO

(13) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.



CUSIP No. 836034108

13D

Page 15 of 21 Pages

## 1. NAME OF REPORTING PERSON

Apax Europe VII GP Co. Limited

## 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) (b) 

## 3. SEC USE ONLY

## 4. SOURCE OF FUNDS

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

NUMBER OF  
SHARES 0

## 8. SHARED VOTING POWER

BENEFICIALLY

OWNED BY 6,475,846

## 9. SOLE DISPOSITIVE POWER

EACH

REPORTING  
PERSON 0

## 10. SHARED DISPOSITIVE POWER

WITH

6,475,846

## 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,475,846

## 12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

## 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11.1% (14)

## 14. TYPE OF REPORTING PERSON (See Instructions)

OO

(14) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.



This Amendment No. 13 (this “Amendment No. 13”) amends that certain Schedule 13D previously filed with the Securities and Exchange Commission (the “SEC”) on October 1, 2010 (the “Original 13D”), as amended and supplemented by Amendment No. 1 to the Original 13D filed with the SEC on September 19, 2012 (“Amendment No. 1”), Amendment No. 2 to the Original 13D filed with the SEC on November 29, 2012 (“Amendment No. 2”), Amendment No. 3 to the Original 13D filed with the SEC on December 6, 2013 (“Amendment No. 3”), Amendment No. 4 to the Original 13D filed with the SEC on January 9, 2014 (“Amendment No. 4”), Amendment No. 5 to the Original 13D filed with the SEC on June 6, 2014 (“Amendment No. 5”), Amendment No. 6 to the Original 13D filed with the SEC on June 13, 2014 (“Amendment No. 6”), Amendment No. 7 to the Original 13D filed with the SEC on September 30, 2014 (“Amendment No. 7”), Amendment No. 8 to the Original 13D filed with the SEC on December 23, 2014 (“Amendment No. 8”), Amendment No. 9 to the Original 13D filed with the SEC on February 12, 2015 (“Amendment No. 9”), Amendment No. 10 to the Original 13D filed with the SEC on February 20, 2015 (“Amendment No. 10”), Amendment No. 11 to the Original 13D filed with the SEC on March 16, 2015 (“Amendment No. 11”), Amendment No. 12 to the Original 13D filed with the SEC on March 20, 2015 (“Amendment No. 12” and together with the Original 13D, Amendment No. 1, Amendment No. 2, Amendment No. 3, Amendment No. 4, Amendment No. 5, Amendment No. 6, Amendment No. 7, Amendment No. 8, Amendment No. 9, Amendment No. 10, Amendment No. 11 and this Amendment No. 13, the “Schedule 13D”) relating to the Class A Ordinary Shares, HK\$1.00 par value per share of SouFun Holdings Limited (the “Issuer”), a Cayman Islands exempted company with limited liability. The Issuer’s American Depositary Shares (“ADSs”), evidenced by American Depositary Receipts, five American Depositary Shares representing one Class A Ordinary Share, are listed on the New York Stock Exchange under the symbol “SFUN.”

This Amendment No. 13 is being filed to report changes to the beneficial ownership as a result of the open market sales of ADSs, representing Class A Ordinary Shares by one or more Reporting Persons.

Unless otherwise stated herein, the Schedule 13D remains in full force and effect. Capitalized terms used therein and not defined herein have the meanings ascribed thereto in the Schedule 13D.

## Item 2. Identity and Background

The first sentence of the second paragraph of Item 2 is hereby amended and restated as follows:

Each of Apax 7-A, Apax 7-B and Apax 6-A is a Guernsey limited partnership and as of the date hereof, owns 2,246,155, 4,229,691 and 2,487,078 Class A Ordinary Shares, respectively.

## Item 4. Purpose of Transaction

Item 4 is hereby amended and supplemented by adding the following at the end thereof:

On March 20, 2015, the Reporting Persons sold an aggregate of 6,031,315 ADSs, representing 1,206,263 Class A Ordinary Shares, in open market transactions, which amount constitutes 2.1% of the outstanding Class A Ordinary Shares.

CUSIP No. 836034108

13D

Page 17 of 21 Pages

## Item 5. Interest in Securities of the Issuer

Items 5(a), (b) and (c) are hereby amended and restated as follows:

(a) and (b)

The information set forth in the cover pages of this Amendment No. 13 is incorporated herein by reference.

All ownership percentages set forth in this Item 5 are based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 6-K filed by the Issuer on February 11, 2015.

Apax 7-A may be deemed to beneficially own 2,246,155 Class A Ordinary Shares, which amount constitutes 3.8% of the outstanding Class A Ordinary Shares. Apax Europe VII-A, L.P., as a result of the relationships described in Item 2, may be deemed to have or share beneficial ownership of such Class A Ordinary Shares.

Apax 7-B may be deemed to beneficially own 4,229,691 Class A Ordinary Shares, which amount constitutes 7.2% of the outstanding Class A Ordinary Shares. Each of Apax Europe VII-1, L.P., Apax Europe VII-B, L.P. and Apax Europe VI-1, L.P., as a result of the relationships described in Item 2, may be deemed to have or share beneficial ownership of such Class A Ordinary Shares.

Hunt 7-A GP Limited, as a result of the relationships described in Item 2, may be deemed to have or share beneficial ownership of 6,475,846 Class A Ordinary Shares with Apax 7-A and Apax 7-B, which amount constitutes 11.1% of the outstanding Class A Ordinary Shares.

Apax 6-A may be deemed to beneficially own 2,487,078 Class A Ordinary Shares, which amount constitutes 4.3% of the outstanding Class A Ordinary Shares. Each of Hunt 6-A GP Limited and Apax Europe VI-A, L.P., as a result of the relationships described in Item 2, may be deemed to have or share beneficial ownership of such Class A Ordinary Shares.

Each of the Apax Europe VII Funds GPs, as a result of the relationships described in Item 2, may be deemed to have or share beneficial ownership of 6,475,846 Class A Ordinary Shares with the Apax Europe VII Funds, which amount constitutes 11.1% of the outstanding Class A Ordinary Shares.

Each of the Apax Europe VI Funds GPs, as a result of the relationships described in Item 2, may be deemed to have or share beneficial ownership of 6,716,769 Class A Ordinary Shares with the Apax Europe VI Funds, which amount constitutes 11.5% of the outstanding Class A Ordinary Shares.

Neither the filing of this Schedule 13D nor any of its contents shall be deemed to constitute an admission by any of such persons, other than Apax 7-A, Apax 7-B or Apax 6-A that it is the beneficial owner of any of the Class A Ordinary Shares referred to herein for purposes of the Securities Exchange Act of 1934, or for any other purpose, and such beneficial ownership is expressly disclaimed.

(c) Other than as disclosed below, there have been no transactions in the Issuer's shares by the Reporting Persons.

On March 20, 2015, Apax 7-A sold 1,511,477 ADSs, representing 302,295 Class A Ordinary Shares, Apax 7-B sold 2,846,237 ADSs, representing 569,248 Class A Ordinary Shares and Apax 6-A sold 1,673,601 ADSs, representing



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

334,720 Class A Ordinary Shares, in each case through its broker Credit Suisse Securities (USA) LLC in an open market transaction for \$5.6135 per ADS, representing \$28.0675 per share.

---

CUSIP No. 836034108

13D

Page 18 of 21 Pages

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: March 23, 2015

HUNT 7-A GUERNSEY L.P. INC

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director of General Partner

HUNT 7-B GUERNSEY L.P. INC

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director of General Partner

HUNT 7-A GP LIMITED

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director

HUNT 6-A GUERNSEY L.P. INC

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director of General Partner

CUSIP No. 836034108

13D

Page 19 of 21 Pages

HUNT 6-A GP LIMITED

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director

BY APAX EUROPE VI GP CO. LIMITED ACTING ON BEHALF  
OF APAX EUROPE VI GP L.P. INC., ITS GENERAL PARTNER  
ACTING ON BEHALF OF

APAX EUROPE VI-A, L.P.

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director of General Partner

BY APAX EUROPE VI GP CO. LIMITED ACTING ON BEHALF  
OF APAX EUROPE VI GP L.P. INC., ITS GENERAL PARTNER  
ACTING ON BEHALF OF

APAX EUROPE VI-1, L.P.

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director of General Partner

BY APAX EUROPE VII GP CO. LIMITED ACTING ON BEHALF  
OF APAX EUROPE VII GP L.P. INC., ITS GENERAL PARTNER  
ACTING ON BEHALF OF

APAX EUROPE VII-A, L.P.

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director of General Partner

BY APAX EUROPE VII GP CO. LIMITED ACTING ON BEHALF  
OF APAX EUROPE VII GP L.P. INC., ITS GENERAL PARTNER  
ACTING ON BEHALF OF

APAX EUROPE VII-B, L.P.

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director of General Partner

BY APAX EUROPE VII GP CO. LIMITED ACTING ON BEHALF  
OF APAX EUROPE VII GP L.P. INC., ITS GENERAL PARTNER  
ACTING ON BEHALF OF

APAX EUROPE VII-1, L.P.

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director of General Partner

APAX EUROPE VI GP L.P. INC.

By: Apax Europe VI GP Co. Limited, its general partner

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director

APAX EUROPE VI GP CO. LIMITED

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director



CUSIP No. 836034108

13D

Page 21 of 21 Pages

APAX EUROPE VII GP L.P. INC.

By: Apax Europe VII GP Co. Limited, its general partner

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director

APAX EUROPE VII GP CO. LIMITED

By: /s/ Andrew W Guille  
Name: Andrew W Guille  
Title: Director

---