

SouFun Holdings Ltd
Form SC 13D/A
June 09, 2015

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

**SCHEDULE
13D/A
Under the
Securities
Exchange Act of
1934**

**(Amendment No.
16)**

**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)

June 8, 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 23 Pages

NAME OF REPORTING PERSON

1.

Hunt 7-A Guernsey L.P. Inc
CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (See
Instructions)

2.

(a)

(b)

3.

SEC USE ONLY
SOURCE OF FUNDS

4.

OO
CHECK IF DISCLOSURE OF LEGAL
PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

5.

CITIZENSHIP OR PLACE OF
ORGANIZATION

6.

Guernsey

NUMBER OF SOLE VOTING POWER

SHARES 7.

BENEFICIALLY 0
SHARED VOTING POWER

OWNED BY

8.

EACH

912,936

REPORTING 9. SOLE DISPOSITIVE POWER

PERSON

WITH

0

10. SHARED DISPOSITIVE POWER

912,936

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

11.

912,936

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

12.

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)

13.

1.6% (1)

TYPE OF REPORTING PERSON (See
Instructions)

14.

PN

(1) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 20-F filed by the Issuer on April 28, 2015.

CUSIP No. 836034108 13D Page 3 of 23 Pages

NAME OF REPORTING PERSON

1.

Apax Europe VII-A L.P.
CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (See
Instructions)

2.

(a)

(b)

3.

SEC USE ONLY
SOURCE OF FUNDS

4.

OO
CHECK IF DISCLOSURE OF LEGAL
PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

5.

CITIZENSHIP OR PLACE OF
ORGANIZATION

6.

England

NUMBER OF SOLE VOTING POWER

SHARES 7.

BENEFICIALLY 0
SHARED VOTING POWER

OWNED BY

8.

EACH

912,936

REPORTING 9. SOLE DISPOSITIVE POWER

PERSON

WITH

0

10. SHARED DISPOSITIVE POWER

912,936

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

11.

912,936

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

12.

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)

13.

1.6% (2)

TYPE OF REPORTING PERSON (See
Instructions)

14.

PN

(2) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 20-F filed by the Issuer on April 28, 2015.

CUSIP No. 836034108 13D Page 4 of 23 Pages

NAME OF REPORTING PERSON

1.

Hunt 7-B Guernsey L.P. Inc
CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (See
Instructions)

2.

(a)

(b)

3.

SEC USE ONLY
SOURCE OF FUNDS

4.

OO
CHECK IF DISCLOSURE OF LEGAL
PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

5.

CITIZENSHIP OR PLACE OF
ORGANIZATION

6.

Guernsey
NUMBER OF SOLE VOTING POWER
SHARES 7.
BENEFICIALLY 0
SHARED VOTING POWER
OWNED BY 8.
EACH
1,719,132
REPORTING 9. SOLE DISPOSITIVE POWER
PERSON

WITH

0

10. SHARED DISPOSITIVE POWER

1,719,132

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

11.

1,719,132

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

12.

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)

13.

2.9% (3)

TYPE OF REPORTING PERSON (See
Instructions)

14.

PN

(3) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 20-F filed by the Issuer on April 28, 2015.

CUSIP No. 836034108 13D Page 5 of 23 Pages

NAME OF REPORTING PERSON

1.

Apax Europe VII-1 L.P.
CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (See
Instructions)

2.

(a)

(b)

3.

SEC USE ONLY
SOURCE OF FUNDS

4.

OO
CHECK IF DISCLOSURE OF LEGAL
PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

5.

CITIZENSHIP OR PLACE OF
ORGANIZATION

6.

England

NUMBER OF SOLE VOTING POWER

SHARES 7.

BENEFICIALLY 0
SHARED VOTING POWER

OWNED BY 8.

EACH

1,719,132

REPORTING 9. SOLE DISPOSITIVE POWER

PERSON

WITH

0

10. SHARED DISPOSITIVE POWER

1,719,132

**AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON**

11.

1,719,132

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

12.

**PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)**

13.

2.9% (4)

**TYPE OF REPORTING PERSON (See
Instructions)**

14.

PN

(4) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 20-F filed by the Issuer on April 28, 2015.

CUSIP No. 836034108 13D Page 6 of 23 Pages

NAME OF REPORTING PERSON

1.

Apax Europe VII-B L.P.
CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (See
Instructions)

2.

(a)

(b)

3.

SEC USE ONLY
SOURCE OF FUNDS

4.

OO
CHECK IF DISCLOSURE OF LEGAL
PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

5.

CITIZENSHIP OR PLACE OF
ORGANIZATION

6.

England

NUMBER OF SOLE VOTING POWER

SHARES 7.

BENEFICIALLY 0
SHARED VOTING POWER

OWNED BY

8.

EACH

1,719,132

REPORTING 9. SOLE DISPOSITIVE POWER

PERSON

WITH

0

10. SHARED DISPOSITIVE POWER

1,719,132

**AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON**

11.

1,719,132

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

12.

**PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)**

13.

2.9% (5)

**TYPE OF REPORTING PERSON (See
Instructions)**

14.

PN

(5) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 20-F filed by the Issuer on April 28, 2015.

CUSIP No. 836034108 13D Page 7 of 23 Pages

NAME OF REPORTING PERSON

1.

Apax Europe VI-1 L.P.
CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (See
Instructions)

2.

(a)

(b)

3.

SEC USE ONLY
SOURCE OF FUNDS

4.

OO
CHECK IF DISCLOSURE OF LEGAL
PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

5.

CITIZENSHIP OR PLACE OF
ORGANIZATION

6.

England

NUMBER OF SOLE VOTING POWER

SHARES 7.

BENEFICIALLY 0
SHARED VOTING POWER

OWNED BY

8.

EACH

1,719,132

REPORTING 9. SOLE DISPOSITIVE POWER

PERSON

WITH

0

10. SHARED DISPOSITIVE POWER

1,719,132

**AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON**

11.

1,719,132

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

12.

**PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)**

13.

2.9% (6)

**TYPE OF REPORTING PERSON (See
Instructions)**

14.

PN

(6) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 20-F filed by the Issuer on April 28, 2015.

CUSIP No. 836034108 13D Page 8 of 23 Pages

NAME OF REPORTING PERSON

1.

Hunt 7-A GP Limited
CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (See
Instructions)

2.

(a)

(b)

3.

SEC USE ONLY
SOURCE OF FUNDS

4.

OO
CHECK IF DISCLOSURE OF LEGAL
PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

5.

CITIZENSHIP OR PLACE OF
ORGANIZATION

6.

Guernsey

NUMBER OF SOLE VOTING POWER

SHARES 7.

BENEFICIALLY 0
SHARED VOTING POWER

OWNED BY

8.

EACH

2,632,068

REPORTING 9. SOLE DISPOSITIVE POWER

PERSON

WITH

0

10. SHARED DISPOSITIVE POWER

2,632,068

**AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON**

11.

2,632,068

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

12.

**PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)**

13.

4.5% (7)

**TYPE OF REPORTING PERSON (See
Instructions)**

14.

OO

(7) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 20-F filed by the Issuer on April 28, 2015.

CUSIP No. 836034108 13D Page 9 of 23 Pages

NAME OF REPORTING PERSON

1.

Hunt 6-A Guernsey L.P. Inc
CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (See
Instructions)

2.

(a)

(b)

3.

SEC USE ONLY
SOURCE OF FUNDS

4.

OO
CHECK IF DISCLOSURE OF LEGAL
PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

5.

CITIZENSHIP OR PLACE OF
ORGANIZATION

6.

Guernsey

NUMBER OF SOLE VOTING POWER

SHARES 7.

BENEFICIALLY 0
SHARED VOTING POWER

OWNED BY

8.

EACH

1,010,856

REPORTING 9. SOLE DISPOSITIVE POWER

PERSON

WITH

0

10. SHARED DISPOSITIVE POWER

1,010,856

**AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON**

11.

1,010,856

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

12.

**PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)**

13.

1.7%(8)

**TYPE OF REPORTING PERSON (See
Instructions)**

14.

PN

(8) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 20-F filed by the Issuer on April 28, 2015.

CUSIP No. 836034108 13D Page 10 of 23 Pages

NAME OF REPORTING PERSON

1.

Hunt 6-A GP Limited
CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP (See
Instructions)

2.

(a)

(b)

3.

SEC USE ONLY
SOURCE OF FUNDS

4.

OO
CHECK IF DISCLOSURE OF LEGAL
PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

5.

CITIZENSHIP OR PLACE OF
ORGANIZATION

6.

Guernsey

NUMBER OF SOLE VOTING POWER

SHARES 7.

BENEFICIALLY 0
SHARED VOTING POWER

OWNED BY

8.

EACH

1,010,856

REPORTING 9. SOLE DISPOSITIVE POWER

PERSON

WITH

0

10. SHARED DISPOSITIVE POWER

1,010,856

**AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON**

11.

1,010,856

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

12.

**PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)**

13.

1.7% (9)

**TYPE OF REPORTING PERSON (See
Instructions)**

14.

OO

(9) Based on 58,364,924 Class A Ordinary Shares outstanding as of December 31, 2014, as disclosed on Form 20-F filed by the Issuer on April 28, 2015.

CUSIP No. 836034108 13D Page 11 of 23 Pages

NAME OF REPORTING PERSON

1.

Apax Europe VI-A, L.P.
CHECK THE APPROPRIATE BOX
IF A MEMBER OF A GROUP (See
Instructions)

2.

(a)

(b)

3.

SEC USE ONLY
SOURCE OF FUNDS

4.

OO
CHECK IF DISCLOSURE OF
LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS
2(d) OR 2(e)

5.

CITIZENSHIP OR PLACE OF
ORGANIZATION

6.

NUMBER OF
SHARES

England
SOLE VOTING POWER

7.

BENEFICIALLY
OWNED BY

0
SHARED VOTING POWER

8.

EACH
REPORTING
PERSON

1,010,856
9. SOLE DISPOSITIVE POWER

WITH

0

10. SHARED DISPOSITIVE POWER

1,010,856

**AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON**

11.

1,010,856

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

12.

**PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (11)**

13.