

BARON NEIL  
Form 4  
September 07, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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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 \*  
BARON NEIL

2. Issuer Name and Ticker or Trading Symbol  
ASSURED GUARANTY LTD  
[AGO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
09/02/2010

Director  10% Owner  
 Officer (give title below)  Other (specify below)

30 WOODBOURNE AVENUE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

HAMILTON, D0 HM08

(City) (State) (Zip)

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price                             |
| Common Shares                   | 09/02/2010                           |  | A                              |   | 58.1358   | A  | \$ 16.31                          |
|                                 |                                      |  |                                |   |   |  | 27,422.3788                       |

Reminder: Report on a separate line for each class of securities beneficially 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 currently valid OMB control number.

SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**



4  
SOURCE OF FUNDS

OO

5  
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

o  
6  
CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7 SOLE VOTING POWER

NUMBER OF 9,110,851

SHARES 8 SHARED VOTING POWER  
BENEFICIALLY OWNED BY

EACH -0-

REPORTING 9 SOLE DISPOSITIVE POWER  
PERSON

WITH 9,110,851

10 SHARED DISPOSITIVE POWER

-0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9,110,851

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN o  
SHARES

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

16.1%

14 TYPE OF REPORTING PERSON

OO

CUSIP No.  
836034108

SCHEDULE 13D

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1 NAME OF REPORTING PERSON OR  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

General Atlantic Mauritius Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  x  
(b)  o

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)  o

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mauritius

7 SOLE VOTING POWER

NUMBER OF 9,110,851

SHARES 8 SHARED VOTING POWER  
BENEFICIALLY OWNED BY

-0-

EACH 9 SOLE DISPOSITIVE POWER  
REPORTING PERSON WITH

9,110,851

10 SHARED DISPOSITIVE POWER

-0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9,110,851

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES  o

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

16.1%

14 TYPE OF REPORTING PERSON

CO

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1 NAME OF REPORTING PERSON OR  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

General Atlantic GenPar (Mauritius) Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  x  
(b)  o

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)  o

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mauritius

7 SOLE VOTING POWER

NUMBER OF 9,110,851

SHARES 8 SHARED VOTING POWER

BENEFICIALLY OWNED BY EACH

REPORTING 9 SOLE DISPOSITIVE POWER

PERSON WITH 9,110,851

10 SHARED DISPOSITIVE POWER

-0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9,110,851

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES  o

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

16.1%

14 TYPE OF REPORTING PERSON

CO

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SCHEDULE 13D

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Item 1. Security and Issuer.

This Amendment No. 5 (this "Amendment") to the Schedule 13D filed on September 30, 2010, as amended by Amendment No. 1 to such Schedule 13D filed on November 6, 2012, Amendment No. 2 to such Schedule 13D filed on November 28, 2012, Amendment No. 3 to such Schedule 13D filed on August 26, 2013 and Amendment No. 4 to such Schedule 13D filed on September 16, 2013, relates to the Class A ordinary shares, par value HK\$1.00 per share (the "Class A ordinary shares") and American Depositary Shares (the "ADSs") evidenced by American Depositary Receipts, each representing one Class A ordinary share, in each case, of SouFun Holdings Limited (the "Company"), and is being filed to amend the Schedule 13D as specifically set forth below. The principal executive offices of the Company are located at F9M, Building 5, Zone E, Hanwei International Plaza, Fengmao South Road, Fengtai District, Beijing 100070, People's Republic of China.

The Company's ADSs are listed on the New York Stock Exchange under the symbol "SFUN." The Reporting Persons own both Class A ordinary shares and ADSs.

Unless otherwise indicated, all capitalized terms shall have the meanings ascribed to them in the Schedule 13D, and unless otherwise amended hereby, all information previously filed remains in effect.

Item 2. Identity and Background.

No material change.

Item 3. Source and Amount of Funds or Other Consideration.

No material change.

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SCHEDULE 13D

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Item 4. Purpose of Transaction.

Item 4 is hereby amended by adding the following paragraph to the end thereof:

“On November 14, 2013, GA Mauritius sold 1,000,000 ADSs (representing 1,000,000 Class A ordinary shares) in an open market transaction. In connection with and prior to the sale, GA Mauritius deposited an aggregate of 997,658 Class A ordinary shares against the issuance of a like amount of ADSs, which were sold together with ADSs on hand.”

Item 5. Interest in Securities of the Issuer.

Item 5 is hereby amended and restated as follows:

All ownership percentages set forth herein assume that there are 56,532,480 Class A ordinary shares outstanding, as reported in the Company's Form 6-K filed with the Securities and Exchange Commission on August 16, 2013.

(a) As of the date hereof, each of the Reporting Persons may be deemed to beneficially own 9,110,851 Class A ordinary shares (which includes 21,339 Class A ordinary shares underlying a like amount of ADSs), representing 16.1% of the Company's issued and outstanding Class A ordinary shares.

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SCHEDULE 13D

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By virtue of the fact that (i) GenPar owns a majority of GA Mauritius' voting shares and (ii) GA owns all of the outstanding shares of GenPar, the Reporting Persons may be deemed to have the power to vote and direct the disposition of the Class A Ordinary Shares and ADSs owned of record by GA Mauritius. As a result, as of the date hereof, each of the Reporting Persons may be deemed to own beneficially an aggregate of 9,110,851 Class A ordinary shares (which includes 21,339 Class A ordinary shares underlying a like amount of ADSs), calculated on the basis of the number of Class A ordinary shares which may be acquired by the Reporting Persons within 60 days, or 16.1% of the Company's issued and outstanding Class A ordinary shares.

(b) Each of the Reporting Persons has the shared power to direct the vote and the shared power to direct the disposition of the 9,110,851 Class A ordinary shares that may be deemed to be owned beneficially by each of them.

(c) Except as set forth in this Item 5(c), Item 3, or otherwise herein, to the knowledge of the Reporting Persons with respect to the persons named in response to Item 5(a), none of the persons named in response to Item 5(a) has effected any transactions in the Class A ordinary shares during the past 60 days.

On September 26, 2013, GA Mauritius sold 138,000 ADSs (representing 138,000 Class A ordinary shares) in an open market transaction. In connection with and prior to the sale, GA Mauritius deposited an aggregate of 137,677 Class A ordinary shares against the issuance of a like amount of ADSs, which were sold together with ADSs on hand.

On November 14, 2013, GA Mauritius sold 1,000,000 ADSs (representing 1,000,000 Class A ordinary shares) in an open market transaction. In connection with and prior to the sale, GA Mauritius deposited an aggregate of 997,658 Class A ordinary shares against the issuance of a like amount of ADSs, which were sold together with ADSs on hand.

(d) No person other than the persons listed or the shareholders of GA Mauritius is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, any securities owned by any member of the group.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to the Issuer.

No material change.

Item 7. Materials to be Filed as Exhibits.

No material change.

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SCHEDULE 13D

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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.

Dated: November 15, 2013.

GENERAL ATLANTIC LLC

By: /s/ Christopher G. Lanning  
Name: Christopher G. Lanning  
Title: Managing Director

GENERAL ATLANTIC MAURITIUS LIMITED

By: /s/ Christopher G. Lanning  
Name: Christopher G. Lanning  
Title: Director

GENERAL ATLANTIC GENPAR (MAURITIUS)  
LIMITED

By: /s/ Christopher G. Lanning  
Name: Christopher G. Lanning  
Title: Director

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