

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  
OWNED BY SHARED VOTING POWER  
EACH 8.  
REPORTING 1,719,132  
PERSON 9. SOLE DISPOSITIVE POWER

**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.

England

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% (10)

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

**14.**

PN

(10) 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 12 of 23 Pages

NAME OF REPORTING PERSON

1.

Apax Europe VI GP 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

2,729,988

REPORTING 9. SOLE DISPOSITIVE POWER

PERSON

**WITH**

0

**10. SHARED DISPOSITIVE POWER**

2,729,988

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON

**11.**

2,729,988

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

**12.**

PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (11)

**13.**

4.7% (11)

TYPE OF REPORTING PERSON (See  
Instructions)

**14.**

OO

(11) 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 13 of 23 Pages

NAME OF REPORTING PERSON

1.

Apax Europe VI GP Co. 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

2,729,988

REPORTING 9. SOLE DISPOSITIVE POWER

PERSON

**WITH**

0

**10. SHARED DISPOSITIVE POWER**

2,729,988

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

**11.**

2,729,988

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

**12.**

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

**13.**

4.7%(12)

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

**14.**

OO

(12) 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 14 of 23 Pages

NAME OF REPORTING PERSON

1.

Apax Europe VII GP 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

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% (13)

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

**14.**

OO

(13) 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 15 of 23 Pages

NAME OF REPORTING PERSON

1.

Apax Europe VII GP Co. 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% (13)

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

**14.**

OO

(13) 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 16 of 23 Pages

This Amendment No. 16 (this "Amendment No. 16") 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"), Amendment No. 13 to the Original 13D filed with the SEC on March 23, 2015 ("Amendment No. 13"), Amendment No. 14 to the Original 13D filed with the SEC on March 31, 2015 ("Amendment No. 14"), Amendment No. 15 to the Original 13D filed with the SEC on May 21, 2015 ("Amendment No. 15" 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, Amendment No. 12, Amendment No. 13, Amendment No. 14 and this Amendment No. 16, 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. 16 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:

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Each of Apax 7-A, Apax 7-B and Apax 6-A is a Guernsey limited partnership and as of the date hereof, owns 912,936, 1,719,132 and 1,010,856 Class A Ordinary Shares, respectively.

The name, business address, present principal occupation or employment and citizenship of the directors, executive officers and control persons of the Reporting Persons as of June 9, 2015 is set forth on Schedule A.

Item 4. Purpose of Transaction

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

Between May 22, 2015 and June 8, 2015, the Reporting Persons sold an aggregate of 5,100,000 ADSs, representing 1,020,000 Class A Ordinary Shares, in open market transactions, which amount constitutes 1.75% of the outstanding Class A Ordinary Shares.

Item 5. Interest in Securities of the Issuer

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

**(a) and (b)**

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The information set forth in the cover pages of this Amendment No. 16 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 20-F filed by the Issuer on April 28, 2015.

Apax 7-A may be deemed to beneficially own 912,936 Class A Ordinary Shares, which amount constitutes 1.6% 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 1,719,132 Class A Ordinary Shares, which amount constitutes 2.9% 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 2,632,068 Class A Ordinary Shares with Apax 7-A and Apax 7-B, which amount constitutes 4.5% of the outstanding Class A Ordinary Shares.

Apax 6-A may be deemed to beneficially own 1,010,856 Class A Ordinary Shares, which amount constitutes 1.7% 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 2,632,068 Class A Ordinary Shares with the Apax Europe VII Funds, which amount constitutes 4.5% 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 2,729,988 Class A Ordinary Shares with the Apax Europe VI Funds, which amount constitutes 4.7% 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 May 22, 2015, Apax 7-A sold 200,484 ADSs, representing 40,097 Class A Ordinary Shares, Apax 7-B sold 377,528 ADSs, representing 75,505 Class A Ordinary Shares and Apax 6-A sold 221,988 ADSs, representing 44,398 Class A Ordinary Shares, in each case through its broker Credit Suisse Securities (USA) LLC in an open market transaction for \$8.077 per ADS, representing \$40.385 per share.

On June 2, 2015, Apax 7-A sold 150,363 ADSs, representing 30,073 Class A Ordinary Shares, Apax 7-B sold 283,146 ADSs, representing 56,629 Class A Ordinary Shares and Apax 6-A sold 166,491 ADSs, representing 33,298 Class A Ordinary Shares, in each case through its broker Credit Suisse Securities (USA) LLC in an open market transaction for \$7.8034 per ADS, representing \$39.017 per share.

On June 3, 2015, Apax 7-A sold 250,605 ADSs, representing 50,121 Class A Ordinary Shares, Apax 7-B sold 471,910 ADSs, representing 94,382 Class A Ordinary Shares and Apax 6-A sold 277,485 ADSs, representing 55,497 Class A Ordinary Shares, in each case through its broker Credit Suisse Securities (USA) LLC in an open market transaction for \$8.0562 per ADS, representing \$40.281 per share.

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On June 8, 2015, Apax 7-A sold 676,634 ADSs, representing 135,327 Class A Ordinary Shares, Apax 7-B sold 1,274,156 ADSs, representing 254,831 Class A Ordinary Shares and Apax 6-A sold 749,210 ADSs, representing 149,842 Class A Ordinary Shares, in each case through its broker Credit Suisse Securities (USA) LLC in an open market transaction for \$8.5981 per ADS, representing \$42.9905 per share.

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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.

Date: June 9, 2015

**HUNT 7-A GUERNSEY  
L.P. INC**

By: /s/ Gordon Purvis  
Name: Gordon Purvis  
Title: Director

**HUNT 7-B GUERNSEY  
L.P. INC**

By: /s/ Gordon Purvis  
Name: Gordon Purvis  
Title: Director

**HUNT 7-A GP  
LIMITED**

By: /s/ Gordon Purvis  
Name: Gordon Purvis  
Title: Director

**HUNT 6-A GUERNSEY  
L.P. INC**

By: /s/ Gordon Purvis  
Name: Gordon Purvis  
Title: Director

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**HUNT 6-A GP  
LIMITED**

By:/s/ Gordon Purvis  
Name: Gordon Purvis  
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 the 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 the 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 the General Partner

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**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 the 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 the 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

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**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

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**Schedule A**

<b>Name</b>	<b>Present Principal Occupation or Employment and Business Address</b>
	Director of Apax Europe VI GP Co. Limited
Martin Halusa (Austrian citizen)	Director of Apax Europe VII GP Co. Limited 33 Jermyn Street, London SW1Y 6DN
	Director of Apax Europe VI GP Co. Limited
Denise Fallaize (British citizen)	Director of Apax Europe VII GP Co. Limited Third Floor, Royal Bank Place, 1 Glatigny Esplanade, St Peter Port, Guernsey GY1 2HJ
	Director of Apax Europe VI GP Co. Limited
Andrew Guille (British citizen)	Director of Apax Europe VII GP Co. Limited  Third Floor, Royal Bank Place, 1 Glatigny Esplanade, St Peter Port, Guernsey GY1 2HJ
David Staples (British Citizen)	Director of Apax Europe VI GP Co. Limited

Director of Apax Europe VII GP Co. Limited  
Third Floor, Royal Bank Place, 1 Glatigny Esplanade, St Peter Port, Guernsey GY1 2HJ

Director of Apax Europe VI GP Co. Limited

Simon Cresswell  
(Australian citizen)

Director of Apax Europe VII GP Co. Limited

33 Jermyn Street, London SW1Y 6DN

Director of Apax Europe VI GP Co. Limited

Nicholas Kershaw  
(British citizen)

Director of Apax Europe VII GP Co. Limited  
Third Floor, Royal Bank Place, 1 Glatigny Esplanade, St Peter Port, Guernsey GY1 2HJ

Director of Hunt 6-A GP Limited

Gordon Purvis  
(British Citizen)

Director of Hunt 7-A GP Limited  
Mill Court, La Charroterie, St Peter Port, Guernsey GY1 3QZ

Director of Hunt 6-A GP Limited

Roger Parry  
(British citizen)

Director of Hunt 7-A GP Limited  
Mill Court, La Charroterie, St Peter Port, Guernsey GY1 3QZ

Dieudonne Sebahunde  
(Belgian citizen)

Director of Hunt 6-A GP Limited

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Director of Hunt 7-A GP Limited  
1-3 Boulevard de la Foire, 1528 Luxembourg