

SouFun Holdings Ltd  
Form SC 13D/A  
May 22, 2015

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

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

**(Amendment No.  
15)**

**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)

**May 21, 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  
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.
6. CITIZENSHIP OR PLACE OF ORGANIZATION  
Guernsey
- NUMBER OF SOLE VOTING POWER  
7. 0
- SHARES SHARED VOTING POWER  
BENEFICIALLY 8. 1,168,554
- OWNED BY SOLE DISPOSITIVE POWER  
9. 0
- EACH SHARED DISPOSITIVE POWER  
10. 1,168,554
- REPORTING PERSON WITH  
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,168,554

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

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

2.0% (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 20-F filed by the Issuer on April 28, 2015.

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1. NAME OF REPORTING PERSON  
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.
6. CITIZENSHIP OR PLACE OF ORGANIZATION  
England
- |              |           |  |
|--------------|-----------|--|
| NUMBER OF    | 7.        | SOLE VOTING POWER  |
| SHARES       | 0         |  |
| BENEFICIALLY | 8.        | SHARED VOTING POWER  |
| OWNED BY     | 1,168,554 |  |
| EACH         | 9.        | SOLE DISPOSITIVE POWER                                       |
| REPORTING    | 0         |  |
| PERSON       | 10.       | SHARED DISPOSITIVE POWER                                     |
| WITH         | 1,168,554 |  |
| 11.          |           | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |

1,168,554

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

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

2.0% (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 20-F filed by the Issuer on April 28, 2015.



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1. NAME OF REPORTING PERSON  
 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.
6. CITIZENSHIP OR PLACE OF ORGANIZATION  
 Guernsey
7. NUMBER OF SOLE VOTING POWER  
 SHARES 0
8. BENEFICIALLY SHARED VOTING POWER  
 OWNED BY 2,200,479
9. EACH SOLE DISPOSITIVE POWER  
 0
10. REPORTING SHARED DISPOSITIVE POWER  
 PERSON 2,200,479
11. WITH AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 2,200,479

**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% (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 20-F filed by the Issuer on April 28, 2015.

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1. NAME OF REPORTING PERSON  
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.
6. CITIZENSHIP OR PLACE OF ORGANIZATION  
England
- NUMBER OF 7. SOLE VOTING POWER  
SHARES 0
- BENEFICIALLY 8. SHARED VOTING POWER  
OWNED BY 2,200,479  
EACH 9. SOLE DISPOSITIVE POWER  
0
- REPORTING 10. SHARED DISPOSITIVE POWER  
PERSON 2,200,479
- WITH
11. AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,200,479

**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% (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 20-F filed by the Issuer on April 28, 2015.

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1. NAME OF REPORTING PERSON  
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.
6. CITIZENSHIP OR PLACE OF ORGANIZATION  
England
- NUMBER OF 7. SOLE VOTING POWER  
SHARES 0
- BENEFICIALLY 8. SHARED VOTING POWER  
OWNED BY 2,200,479  
EACH 9. SOLE DISPOSITIVE POWER  
0
- REPORTING 10. SHARED DISPOSITIVE POWER  
PERSON 2,200,479
- WITH
11. AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,200,479

**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% (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 20-F filed by the Issuer on April 28, 2015.

CUSIP No. 836034108 13D Page 7 of 21 Pages

1. NAME OF REPORTING PERSON  
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.
6. CITIZENSHIP OR PLACE OF ORGANIZATION  
England
- NUMBER OF 7. SOLE VOTING POWER  
SHARES 0
- BENEFICIALLY 8. SHARED VOTING POWER  
OWNED BY 2,200,479  
EACH 9. SOLE DISPOSITIVE POWER  
0
- REPORTING 10. SHARED DISPOSITIVE POWER  
PERSON 2,200,479
- WITH
11. AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,200,479

**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% (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 20-F filed by the Issuer on April 28, 2015.



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1. NAME OF REPORTING PERSON  
 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.
6. CITIZENSHIP OR PLACE OF ORGANIZATION  
 Guernsey
7. NUMBER OF SOLE VOTING POWER  
 SHARES 0
8. BENEFICIALLY SHARED VOTING POWER  
 OWNED BY 3,369,033  
 EACH 0
9. REPORTING SHARED DISPOSITIVE POWER  
 PERSON 10.  
 3,369,033
11. WITH  
 AGGREGATE AMOUNT  
 BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 3,369,033

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

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

5.8% (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 20-F filed by the Issuer on April 28, 2015.

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1. NAME OF REPORTING PERSON  
 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.
6. CITIZENSHIP OR PLACE OF ORGANIZATION  
 Guernsey
- NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
7. SOLE VOTING POWER  
 0
8. SHARED VOTING POWER  
 1,293,891
9. SOLE DISPOSITIVE POWER  
 0
10. SHARED DISPOSITIVE POWER  
 1,293,891
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 1,293,891

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

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

2.2%(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 20-F filed by the Issuer on April 28, 2015.

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1. NAME OF REPORTING PERSON  
 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.
6. CITIZENSHIP OR PLACE OF ORGANIZATION  
 Guernsey
- NUMBER OF 7. SOLE VOTING POWER  
 SHARES 0
- BENEFICIALLY 8. SHARED VOTING POWER  
 OWNED BY 1,293,891  
 EACH 9. SOLE DISPOSITIVE POWER  
 0
- REPORTING 10. SHARED DISPOSITIVE POWER  
 PERSON 1,293,891
- WITH
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 1,293,891

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

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

2.2% (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 20-F filed by the Issuer on April 28, 2015.

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1. NAME OF REPORTING PERSON  
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.
6. CITIZENSHIP OR PLACE OF ORGANIZATION  
England
- NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
7. SOLE VOTING POWER  
0
8. SHARED VOTING POWER  
1,293,891
9. SOLE DISPOSITIVE POWER  
0
10. SHARED DISPOSITIVE POWER  
1,293,891
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,293,891

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

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

2.2% (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 20-F filed by the Issuer on April 28, 2015.



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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)

3. (a)

3. (b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

5. OO  
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 SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

7. SOLE VOTING POWER  
0

8. SHARED VOTING POWER  
3,494,370

9. SOLE DISPOSITIVE POWER  
0