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

Form 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of April 2013

Commission File Number: 001-34862

SOUFUN HOLDINGS LIMITED

(Exact name of registrant as specified in its charter)

8/F, T3 Xihuan Plaza, 1 Xizhimenwai Avenue, Xicheng District,
Beijing 100044, the People's Republic of China
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

The Registrant hereby incorporates in this report on Form 6-K the following Exhibit:

| <u>Exhibit No.</u> | <u>Description of Exhibit</u> |
|--------------------|---|
| 99.1 | Press release, dated April 5, 2013, captioned “SouFun Management Commented on a Short Seller’s Report.” |

Forward-Looking Statements

This Form 6-K, including the exhibit incorporated herein by reference, contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Such forward-looking statements are made under the “safe harbor” provisions of the U.S. Private Securities Litigation Reform Act of 1995.

These forward-looking statements can be identified by terminology such as “will,” “expects,” “is expected to,” “anticipates,” “aim,” “future,” “intends,” “plans,” “believes,” “are likely to,” “estimates,” “may,” “should” and similar expressions. Such forward-looking statements include, without limitation, statements regarding and comments by management in this release about SouFun’s strategic and operational plans and focus, current and future market positions, future growth, SouFun’s internal global training programs, SouFun’s future plans with respect to its building at 72 Wall Street, New York City, future cash requirements and cash uses and dividends. SouFun may also make forward-looking statements in our periodic reports to the U.S. Securities and Exchange Commission, in press releases and other written materials and in oral statements made by our officers, directors or employees to third parties. Statements that are not historical facts, including statements about SouFun’s beliefs and expectations, are forward-looking statements. Forward-looking statements involve inherent risks and uncertainties. A number of important factors could cause actual results to differ materially from those contained in any forward-looking statement. Potential risks and uncertainties include, but are not limited to, SouFun’s limited operating history, the current global financial and credit markets crisis and its potential impact on the Chinese economy, measures taken or to be taken by the Chinese government to control real estate growth and prices and other events which could occur in the future, challenges in China’s real estate market, the impact of competitive market conditions for our services and our ability to maintain and increase our leadership in China’s home related internet sector, the uncertain regulatory landscape in China, fluctuations in our quarterly operating results, our continued ability to execute business strategies, our ability to continue to expand in local markets, our reliance on online advertising sales and listing services for our revenues, any failure to successfully develop and expand our content, service offerings and features, including the success of new features to meet evolving market needs, and the technologies that support them, and, should we in the future make acquisitions, any failure to successfully integrate acquired businesses.

Further information regarding these and other risks and uncertainties is included in our annual report on Form 20-F and other documents filed with the U.S. Securities and Exchange Commission. SouFun does not assume any obligation to update any forward-looking statements in this release and elsewhere, which apply only as of the date of this Form 6-K.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SOUFUN HOLDINGS LIMITED

By: /s/ Vincent Tianquan Mo

Name: Vincent Tianquan Mo

Title: Executive Chairman

Date: April 11, 2013

Exhibit Index

**Exhibit
No.**

Description of Exhibit

99.1 Press release, dated April 5, 2013, captioned "SouFun Management Commented on a Short Seller's Report."

SouFun Management Commented on a Short Seller's Report

BEIJING, April 5, 2013 /PRNewswire/ — SouFun Holdings Limited (NYSE: SFUN, “SouFun”), the leading real estate and home related product and services Internet portal in China, responded to a short seller's report today:

A short seller (Glaucus Research Group: “We are short seller. We are biased.”) published a report yesterday on SouFun. We think their conclusions are misleading. Here are our comments with respect to the report's 7 summaries:

1. Our Chairman's family formed a not-for-profit corporation called Research Center on Natural Conservation (Research Center) to purchase the Arden House, a former Columbia University Executive Programs training center. Our Chairman's family (not SouFun) paid full for the purchase. The Research Center did use SouFun's New York office address to receive corresponding letters before the completion of the purchase (and some corresponding letters may still coming to SouFun's New York office address as the change of address may take longer). Our Chairman (also a director of the Research Center) occasionally invites SouFun's visiting employees and clients to use the Arden House for free. SouFun's New York office contact on the website of Arden House is to answer any question from SouFun's visiting employees and clients.
2. SouFun purchased 72 Wall Street for its long term strategy of SouFun's internal global training programs collectively called SouFun Business School. The facility needs renovation and is now not in a condition for full operations. The company has been using it as a temporary office and occasionally for visiting SouFun employees and clients (62 visitors in 2011, 241 visitors in 2012, and planning for 350 visitors in 2013). It is preliminarily planned to open in full in two years from today. SouFun's visiting employees and clients for training purposes are mostly arranged by a related party called Wall Street Global Training Center (a not for profit organization in application), of Which our Chairman is a director. In the past two plus years, SouFun paid roughly \$2 million (which has been disclosed with SEC) to Wall Street Global Training Center for the 300 plus visitors.
3. SouFun's properties in Sanya, Hainan Island purchased in March 2012 have been in use for SouFun's training and employee award and other business purposes.
4. Shun Cheong Holdings (HKEX: 0650), a public company on the Hong Kong Stock Exchange, is about 60% owned by our Chairman's family and the company is in full compliance with Hong Kong Stock Exchange in respect to its shareholders, directors, and employees.
5. SouFun has been with its current auditor E&Y for more than 5 years and the company keeps a transparent and professional way in working with E&Y. All auditing related information past and present has been fully disclosed with SEC.

6. SouFun had three dividends since it has been listed with NYSE two and half years ago. Its cash will be used for its business expansion as first priority and then the company will need a \$100-150 million cash reserve and after that the company may consider dividend to its shareholders.
7. SouFun's VIE structure has been there since it was founded in 1999 and has never been changed since almost 14 years ago.

SouFun welcomes all kinds of opinions and comments with respect to its business and corporate governance even if some of them may not correctly reflect the fact. We regard these opinions and comments as useful to improve our future operations. We are confident that SouFun will be bigger, better, and stronger with its continuous efforts and positive attitude from its management and staff members.

About SouFun

SouFun operates the leading real estate Internet portal in China in terms of the number of page views and visitors to its websites. Through our websites, we provide marketing, e-commerce, listing and other value-added services for China's fast-growing real estate and home furnishing and improvement sectors. Our user-friendly websites support active online communities and networks of users seeking information on, and other value-added services for, the real estate and home furnishing and improvement sectors in China. SouFun currently maintains about 100 offices to focus on local market needs and its website and database contains real estate related content covering more than 320 cities in China. For more information about SouFun, please visit <http://ir.soufun.com>.

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