UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934 (Amendment No. 1)

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)

Douglas Markel
Simpson Thacher & Bartlett LLP
3919 China World Tower
No. 1 Jianguomenwai Avenue
Beijing 100004, China
+86(10)-5965-2989

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

September 16, 2012

(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. o

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 applies to the American Depositary Shares, evidenced by American Depositary Receipts, each representing one Class A Ordinary Share. No CUSIP has been assigned to the Class A Ordinary Shares.

Sec	urities Exch	n required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the lange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other lange Act (however, see the Notes).
USIP No.	836034108	
1.		f Reporting Persons. Guernsey L.P. Inc
2.	Check the	e Appropriate Box if a Member of a Group (See Instructions)
	(a)	0
	(b)	x
3.	SEC Use	Only
4.	Source of	f Funds (See Instructions)

5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o		
6. Citizenship or Place of Organization Guernsey			
	7.	Sole Voting Power	
Number of Shares Beneficially	8.	Shared Voting Power 3,822,630	
Owned by Each Reporting Person With:	9.	Sole Dispositive Power	
	10.	Shared Dispositive Power 3,822,630	
11.	Aggregate 3,822,630	Amount Beneficially Owned by Each Reporting Person	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o		
13.	Percent of Class Represented by Amount in Row (11) 7.00%(1)		
14.	Type of Reporting Person (See Instructions) PN		
(1) Based on the Securi	54,584,712 (ities and Exc	Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with hange Commission on June 18, 2012.	
CUSIP No. 8	336034108		
1.	Names of Reporting Persons. Apax Europe VII-A L.P.		
2.	Check the A	Appropriate Box if a Member of a Group (See Instructions)	
	(a)	0 Y	

3.	SEC Use Only			
4.	Source of Funds (See Instructions) OO			
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o			
6.	Citizenship or Place of Organization England			
	7.	Sole Voting Power		
Number of Shares	8.	Shared Voting Power 3,822,630		
Beneficially Owned by Each Reporting Person With:	9.	Sole Dispositive Power		
	10.	Shared Dispositive Power 3,822,630		
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 3,822,630			
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o			
13.	Percent of Class Represented by Amount in Row (11) 7.00%(2)			
14.	Type of Reporting Person (See Instructions) PN			
(2) Based on the Securi	54,584,712 (ties and Exc	Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with change Commission on June 18, 2012.		
		3		
CUSIP No. 8	336034108			

1. Names of Reporting Persons.

_					
2.	(a)	appropriate Box if a Member of a Group (See Instructions)			
	(a) (b)	x			
		<u>. ~ </u>			
3.	SEC Use On	nly			
4.	4. Source of Funds (See Instructions) OO				
5.	Check if Di	sclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o			
6. Citizenship or Place of Organization Guernsey					
	7.	Sole Voting Power			
Number of Shares Beneficially	8.	Shared Voting Power 7,198,324			
Owned by Each Reporting Person With:	9.	Sole Dispositive Power			
	10.	Shared Dispositive Power 7,198,324			
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 7,198,324				
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o				
13.	Percent of Class Represented by Amount in Row (11) 13.19%(3)				
14.	Type of Reporting Person (See Instructions) PN				

Hunt 7-B Guernsey L.P. Inc

⁽³⁾ Based on 54,584,712 Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with the Securities and Exchange Commission on June 18, 2012.

CUSIP No.	836034108

1.	Names of Reporting Persons. Apax Europe VII-B L.P.		
2.	Check the A	Appropriate Box if a Member of a Group (See Instructions)	
	(a)	0	
	(b)	X	
3.	SEC Use O	$_{ m nly}$	
4.	Source of F	unds (See Instructions)	
5.	Check if Di	sclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o	
6.	Citizenship or Place of Organization England		
	7.	Sole Voting Power	
Number of Shares Beneficially	8.	Shared Voting Power 7,198,324	
Owned by Each Reporting Person With:	9.	Sole Dispositive Power	
	10.	Shared Dispositive Power 7,198,324	
11.	Aggregate 7,198,324	Amount Beneficially Owned by Each Reporting Person	
12.	Check if the	e Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o	
13.	Percent of (13.19%(4)	Class Represented by Amount in Row (11)	

14.	Type of Re	porting Person (See Instructions)			
	Based on 54,584,712 Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with the Securities and Exchange Commission on June 18, 2012.				
CUSIP No.	836034108				
1.	Names of Reporting Persons. Apax Europe VI-1 L.P.				
2.	Check the	Appropriate Box if a Member of a Group (See Instructions)			
	(a)	0			
	(b)	x			
3.	SEC Use C	Only			
4.	Source of I	Funds (See Instructions)			
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o				
6.	Citizenship or Place of Organization England				
	7.	Sole Voting Power			
Number of Shares	8.	Shared Voting Power 7,198,324			
Beneficially Owned by Each Reporting Person With:	9.	Sole Dispositive Power			
	10.	Shared Dispositive Power 7,198,324			

11. Aggregate Amount Beneficially Owned by Each Reporting Person 7,198,324

12.	Check if the	e Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o				
13.	Descent of (Class Depresented by Amount in Pay (11)				
13.	13.19%(5)	Class Represented by Amount in Row (11)				
14.	Type of Rep	porting Person (See Instructions)				
(5) Based o the Secu	Based on 54,584,712 Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with the Securities and Exchange Commission on June 18, 2012.					
		6				
CUSIP No.	836034108					
1.	Names of R Hunt 7-A G	Reporting Persons.				
2.	Check the A	Appropriate Box if a Member of a Group (See Instructions)				
	(a)					
	(b)	X				
3.	SEC Use Only					
4.	Source of F	unds (See Instructions)				
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o					
6.	Citizenship or Place of Organization Guernsey					
Number of Shares Beneficially	7.	Sole Voting Power				
Owned by Each Reporting Person With:	8.	Shared Voting Power 11,020,954				
	9.	Sole Dispositive Power				

(5)

	10. Shared Dispositive Power 11,020,954		
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 11,020,954		
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o		
13.	Percent of Class Represented by Amount in Row (11) 20.19%(6)		
14.	Type of Reporting Person (See Instructions) OO		
(6) Based of the Secu	n 54,584,712 Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with rities and Exchange Commission on June 18, 2012.		
CUSIP No.	836034108		
1.	Names of Reporting Persons. Hunt 6-A Guernsey L.P. Inc		
2.	Check the Appropriate Box if a Member of a Group (See Instructions)		
	(a) o		
	(b) x		
3.	SEC Use Only		
4.	Source of Funds (See Instructions) OO		
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o		
6.	Citizenship or Place of Organization Guernsey		
Number of Shares Beneficially	7. Sole Voting Power		

Owned by Each Reporting Person With:	8.	Shared Voting Power 4,232,650	
	9.	Sole Dispositive Power	
	10.	Shared Dispositive Power 4,232,650	
11.	Aggregate 4,232,650	Amount Beneficially Owned by Each Reporting Person	
12.	Check if the	e Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o	
13.	Percent of (7.75%(7)	Class Represented by Amount in Row (11)	
14.	Type of Reporting Person (See Instructions) PN		
(7) Based of the Secu	n 54,584,712 rities and Ex	2 Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with change Commission on June 18, 2012.	
CUSIP No.	836034108		
1.	Names of R Hunt 6-A G	Reporting Persons. GP Limited	
2.	Check the A	Appropriate Box if a Member of a Group (See Instructions)	
	(a)	0	
	(b)	x	
3.	SEC Use O	nly	
4.	Source of F	funds (See Instructions)	
5.	Check if Di	sclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o	

6.	Citizenship or Place of Organization Guernsey			
	7.	Sole Voting Power		
Number of Shares Beneficially Owned by Each Reporting Person With:	8.	Shared Voting Power 4,232,650		
	9.	Sole Dispositive Power		
	10.	Shared Dispositive Power 4,232,650		
11.	Aggregate 4,232,650	Amount Beneficially Owned by Each Reporting Person		
12.	Check if the	e Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o		
13.	Percent of Class Represented by Amount in Row (11) 7.75%(8)			
14.	Type of Reporting Person (See Instructions) OO			
8) Based o	n 54,584,712 rities and Ex	2 Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with change Commission on June 18, 2012.		
		9		
CUSIP No.	836034108			
1.	Names of F Apax Europ	Reporting Persons. pe VI-A, L.P.		
2.	Check the	Appropriate Box if a Member of a Group (See Instructions)		
	(a)	0		
	(b)	X		
3.	SEC Use O	nly		

4. Source of Funds (See Instructions) OO		runds (See Instructions)			
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o				
6.	Citizenship or Place of Organization England				
	7.	Sole Voting Power			
Number of Shares Beneficially	8.	Shared Voting Power 4,232,650			
Owned by Each Reporting Person With:	9.	Sole Dispositive Power			
	10.	Shared Dispositive Power 4,232,650			
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 4,232,650				
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o				
13.	Percent of Class Represented by Amount in Row (11) 7.75%(9)				
14.	Type of Reporting Person (See Instructions) PN				
(9) Based o	n 54,584,712 rities and Ex	Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with change Commission on June 18, 2012.			
		10			
CUSIP No.	836034108				
1.	Names of Reporting Persons. Apax Europe VI GP L.P. Inc.				

2.	Check the Appropriate Box if a Member of a Group (See Instructions)			
	(a)	0		
	(b)	x		
3.	SEC Use O	nly		
4. Source of Funds (See Instructions) OO				
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o			
6.	or Place of Organization			
	7.	Sole Voting Power		
Number of Shares Beneficially	8.	Shared Voting Power 11,430,974		
Owned by Each Reporting Person With:	9.	Sole Dispositive Power		
	10.	Shared Dispositive Power 11,430,974		
11.	11. Aggregate Amount Beneficially Owned by Each Reporting Person 11,430,974			
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o			
13.	Percent of Class Represented by Amount in Row (11) 20.94%(10)			
14.	Type of Reporting Person (See Instructions) OO			

⁽¹⁰⁾ Based on 54,584,712 Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with the Securities and Exchange Commission on June 18, 2012.

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Type of Reporting Person (See Instructions)

(11) Based on 54,584,712 Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with the Securities and Exchange Commission on June 18, 2012.					
		12			
CUSIP No.	836034108				
1. Names of Reporting Persons. Apax Europe VII GP L.P. Inc.					
2.	Check the Appropriate Box if a Member of a Group (See Instructions)				
	(a)	0			
	(b)	X			
3.	SEC Use Only				
4.	Source of Funds (See Instructions) OO				
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o				
6.	6. Citizenship or Place of Organization Guernsey				
	7.	Sole Voting Power			
Number of Shares Beneficially Owned by Each Reporting Person With:	8.	Shared Voting Power 11,020,954			
	9.	Sole Dispositive Power			
	10.	Shared Dispositive Power 11,020,954			
11.	Aggregate <i>I</i> 11,020,954	Amount Beneficially Owned by Each Reporting Person			
12.	Check if the	e Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o			

13.	13. Percent of Class Represented by Amount in Row (11) 20.19%(12)				
14.	00	porting Person (See Instructions)			
(12) Based of the Secu	on 54,584,712 urities and Ex	2 Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with schange Commission on June 18, 2012.			
		13			
CUSIP No.	836034108				
1.	Names of Reporting Persons. Apax Europe VII GP Co. Limited				
2.	Check the	Appropriate Box if a Member of a Group (See Instructions)			
	(a)	0			
	(b)	X			
3.	SEC Use Only				
4.	Source of Funds (See Instructions) OO				
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o				
6.	Citizenship or Place of Organization Guernsey				
	7.	Sole Voting Power			
Number of Shares Beneficially	8.	Shared Voting Power 11,020,954			
Owned by Each Reporting Person With:	9.	Sole Dispositive Power			
	10.	Shared Dispositive Power			

11.	Aggregate Amount Beneficially Owned by Each Reporting Person 11,020,954				
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o				
		21-256-court I I I I I I I I I I I I I I I I I I I			
13.	Percent of Class Represented by Amount in Row (11) 20.19%(13)				
14.	Type of Reporting Person (See Instructions) OO				
		Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with change Commission on June 18, 2012.			
the Secu	nues and Ex	14			
CUSIP No.	836034108				
1.	Names of Reporting Persons. Apax Partners Europe Managers Ltd				
2.	Check the A	Appropriate Box if a Member of a Group (See Instructions)			
	(a)	0			
	(b)	X			
3.	SEC Use O	nly			
4.	Source of Funds (See Instructions) OO				
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) o				
6.	Citizenship or Place of Organization England				
Number of Shares	7.	Sole Voting Power			
Beneficially Owned by Each					
Reporting Person With:	8.	Shared Voting Power 15,253,604			

	9.	9. Sole Dispositive Power	
	10.	Shared Dispositive Power 15,253,604	
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 15,253,604		
12.	Check if the	e Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) o	
13.	Percent of Class Represented by Amount in Row (11) 27.94%(14)		
14.	Type of Rep	porting Person (See Instructions)	

(14) Based on 54,584,712 Class A ordinary shares outstanding as of May 10, 2012 according to the issuer's registration statement on Form F-3 as filed with the Securities and Exchange Commission on June 18, 2012.

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This Amendment No. 1 on Schedule 13D/A (this "<u>Amendment No. 1</u>") amends that certain Schedule 13D previously filed with the Securities and Exchange Commission on October 1, 2010 (the "<u>Original Filing</u>") relating to the Class A ordinary shares, HK\$1.00 par value per share of SouFun Holdings Limited, a Cayman Islands exempted company with limited liability (the "<u>Issuer</u>"). The Issuer's American Depositary Shares (the "<u>ADSs</u>"), evidenced by American Depositary Receipts, each representing one Class A Ordinary Share, are listed on the New York Stock Exchange under the symbol "SFUN."

This Amendment No. 1 is being filed jointly on behalf of (i) Hunt 7-A Guernsey L.P. Inc ("<u>Apax 7-A</u>"), Hunt 7-B Guernsey L.P. Inc ("<u>Apax 6-A</u>" and collectively, the "<u>Investors</u>") (ii) Hunt 7-A GP Limited and Hunt 6-A GP Limited (collectively, the "<u>Hunt GPs</u>"), (iii) Apax Europe VI-A, L.P. and Apax Europe VI-1, L.P. (collectively, the "<u>Apax Europe VI Funds</u>"), (iv) Apax Europe VII-A, L.P., Apax Europe VII-B, L.P. and Apax Europe VII-1. L.P. (collectively, the "<u>Apax Europe VI Funds</u>"), (v) Apax Europe VI GP L.P. Inc. and Apax Europe VI GP Co. Limited (collectively, the "<u>Apax Europe VI Funds GPs</u>"), (vi) Apax Europe VII GP Co. Limited (collectively, the "<u>Apax Europe VI Funds GPs</u>") and Apax Partners Europe Managers Ltd (each a "<u>Reporting Person</u>").

Unless otherwise stated herein, the Original Filing remains in full force and effect. Terms used therein and not defined herein have the meanings ascribed thereto in the Original Filing.

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

The description of the Call Option Agreement under Item 6 is hereby amended and supplemented by adding the following at the end thereof:

On September 16, 2012, the Investors and the Optionee entered into an amendment to the Call Option Agreement, pursuant to which the option period during which the Optionee has the right and option to purchase 987,656 Class A Ordinary Shares from the Investors will expire on December 17, 2012. All other terms of the Call Option Agreement remain unchanged and in full force and effect. The amendment to the Call Option Agreement, which is filed hereto as Exhibit 6, is in incorporated herein by reference.

Item 7. Materials to Be Filed as Exhibits

Item 7 is hereby amended and supplemented by adding the following exhibit:

Exhibit 6 Amendment to the Call Option Agreement, dated September 16, 2012 by and among Hunt 7-A Guernsey L.P. Inc, Hunt 7-B Guernsey L.P. Inc and Hunt 6-A Guernsey L.P. Inc and Next Decade Investments Limited

	<u>Signatures</u>			
correct.	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		
DATED	D: September 19, 2012			
HUNT ?	7-A GUERNSEY L.P. INC			
By: Hun	ant 7-A GP Limited, its general partner			
By: Name: Title:	/s/ Andrew Guille Andrew Guille Director			
HUNT ?	7-B GUERNSEY L.P. INC			
By: Hun	ant 7-A GP Limited, its general partner			
By: Name: Title:	/s/ Andrew Guille Andrew Guille Director			
HUNT ?	7-A GP LIMITED			
By: Name:	/s/ Andrew Guille Andrew Guille			

Title: Director

HUNT 6-A GUERNSEY L.P. INC

By: Hunt 6-A GP Limited, its general partner

By: /s/ Andrew Guille
Name: Andrew Guille

Title: Director

HUNT 6-A GP LIMITED

By: /s/ Andrew Guille
Name: Andrew Guille

Title: Director

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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/ Denise Fallaize

Name: Denise Fallaize

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-1, L.P.

By: /s/ Denise Fallaize

Name: Denise Fallaize

Title: Director

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/ Denise Fallaize
Name: Denise Fallaize

Title: Director

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/ Denise Fallaize

Name: Denise Fallaize

Title: Director

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/ Denise Fallaize

Name: Denise Fallaize
Title: Director

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APAX EUROPE VI GP L.P. INC.

By: Apax Europe VI GP Co. Limited, its general partner

By: /s/ Denise Fallaize

Name: Denise Fallaize
Title: Director

APAX EUROPE VI GP CO. LIMITED

By: /s/ Denise Fallaize

Name: Denise Fallaize

Title: Director

APAX EUROPE VII GP L.P. INC.

By: Apax Europe VII GP Co. Limited, its general partner

By: /s/ Denise Fallaize

Name: Denise Fallaize

Title: Director

APAX EUROPE VII GP CO. LIMITED

By: /s/ Denise Fallaize

Name: Denise Fallaize

Title: Director

APAX PARTNERS EUROPE MANAGERS LTD

By: /s/ Ian Jones
Name: Ian Jones
Title: Director

By: /s/ Martin Halusa
Name: Martin Halusa

Title: Director

Next Decade Investments Limited c/o Mr. Tianquan Mo 8th Floor, Tower 3, Xihuan Plaza No. 1 Xizhimenwai Avenue Xicheng District, Beijing 100044 PRC

Amendment to Call Option Agreement

Dear Sirs:

Reference is made to the Call Option Agreement, dated August 13, 2010 (the "Call Option Agreement"), among Hunt 7-A Guernsey L.P. Inc, Hunt 7-B Guernsey L.P. Inc and Hunt 6-A Guernsey L.P. Inc. and Next Decade Investments Limited. Capitalised terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Call Option Agreement.

The Grantor and the Optionee hereby agree that the definition of the term "Option Period" is hereby amended and restated in its entirety as follows:

"'<u>Option Period</u>' means the period starting on the Effective Date and ending on December 17, 2012, unless this Agreement is terminated earlier pursuant to Section 4.1."

Except as expressly amended by this letter agreement, the Call Option Agreement shall remain unamended and in full force and effect.

This letter agreement may be signed in two counterparts, both of which shall be an original, with the same effect as if the signatures were upon the same instrument.

[Remainder of page intentionally left blank]

Sincerely yours,

HUNT 7-A GUERNSEY L.P. INC

By: HUNT 7-A GP LIMITED, its general partner

By: /s/ A W Guille
Name: A W Guille
Title: Director

HUNT 7-B GUERNSEY L.P. INC

By: HUNT 7-A GP LIMITED, its general partner

By: /s/ A W Guille
Name: A W Guille
Title: Director

HUNT 6-A GUERNSEY L.P. INC

By: HUNT 6-A GP LIMITED, its general partner

By: /s/ A W Guille
Name: A W Guille
Title: Director

Accepted and Agreed:

Next Decade Investments Limited

By: /s/ Jing Cao

Name: Jing Cao Title: Director