# 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 November 2020

Commission File Number: 001-34862

# **FANG HOLDINGS LIMITED**

(Exact name of registrant as specified in its charter)

Tower A, No. 20 Guogongzhuang Middle Street Fengtai District, Beijing 100070 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	X	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): □						

# 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.

FANG HOLDINGS LIMITED

Date: November 17, 2020 By: /s/ Vincent Tianquan Mo

Name: Vincent Tianquan Mo Title: Executive Chairman

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# EXHIBIT INDEX

Exhibit No.	Description
Exhibit 99.1	Press Release dated November 16, 2020
Exhibit 99.2	Notice of Annual General Meeting
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## Fang to Hold 2020 Annual General Meeting on December 21, 2020

BEIJING, November 16, 2020 /PRNewswire/ — Fang Holdings Limited (NYSE: SFUN) ("Fang" or the "Company"), a leading real estate Internet portal in China, today announced it would hold its 2020 annual general meeting of shareholders at Fang's Beijing headquarters at Tower A, No. 20 Guogongzhuang Middle Street, Fengtai District, Beijing 100070, People's Republic of China on December 21, 2020 at 10:00 a.m. (Beijing time). The proposal to be submitted for shareholders' approval at the annual general meeting is the re-election of Mr. Changming Yan as an independent director of the board of directors of the Company (the "Board"), a member of the audit committee and the compensation committee of the Board, and a member and the chair of the nominating and corporate governance committee of the Board.

The record date (the "Record Date") for determining the shareholders entitled to receive notice of the annual general meeting or any adjournment or postponement thereof has been set as November 20, 2020. Holders of record of the Company's ordinary shares at the close of business on the Record Date are entitled to attend the annual general meeting and any adjournment or postponement thereof in person.

# **About Fang**

Fang operates a leading real estate Internet portal in China in terms of the number of page views and visitors to its websites. Through its websites, Fang provides primarily marketing, listing, leads generation and financial services for China's fast-growing real estate and home furnishing and improvement sectors. Its user-friendly websites support active online communities and networks of users seeking information on, and value-added services for, the real estate and home furnishing and improvement sectors in China. Fang currently maintains approximately 74 offices to focus on local market needs and its website and database contains real estate related content covering 665 cities in China. For more information about Fang, please visit <a href="http://ir.fang.com">http://ir.fang.com</a>.

## For investor and media inquiries, please contact:

Ms. Jessie Yang Investor Relations Director Email: <u>ir@fang.com</u>

#### FANG HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability) (NYSE: SFUN)

#### NOTICE OF ANNUAL GENERAL MEETING

to Be Held on December 21, 2020 (or any adjourned or postponed meeting thereof)

NOTICE IS HEREBY GIVEN that an Annual General Meeting ("AGM") of Fang Holdings Limited (the "Company") will be held at Tower A, No. 20 Guogongzhuang Middle Street, Fengtai District, Beijing 100070, People's Republic of China on December 21, 2020 at 10:00 a.m. (local time), and at any adjourned or postponed meeting thereof, for the following purposes:

To consider and, if thought fit, pass the following ordinary resolution to re-elect Mr. Changming Yan as an independent director of the board of directors of the Company (the "Board"), a member of the audit committee and the compensation committee of the Board, and a member and the chair of the nominating and corporate governance committee of the Board.

The Board previously appointed Mr. Changming Yan as an independent director of the Board, a member of the audit committee and the compensation committee of the Board, and a member and the chair of the nominating and corporate governance committee of the Board on June 5, 2020. The biography of Mr. Yan is attached hereto as Exhibit A. Pursuant to Article 86 of the Company's Fifth Amended and Restated Articles of Association, a director appointed by the Board to fill a casual vacancy on the Board shall hold office only until the next following annual general meeting of the Company and shall then be eligible for re-election.

The Board has provided the following resolution for approval by the Company's shareholders:

"RESOLVED THAT, Mr. Changming Yan be, and hereby is, re-elected as an independent director of the Board, a member of the audit committee and the compensation committee of the Board, and a member and the chair of the nominating and corporate governance committee of the Board."

The Board has fixed the close of business on November 20, 2020 as the record date (the "Record Date") for determining the shareholders entitled to receive notice of and to vote at the AGM or any adjourned or postponed meeting thereof. The Board recommends the shareholders to vote FOR the resolution.

The Company's ordinary shares are divided into Class A ordinary shares and Class B ordinary shares. In respect of the matters requiring shareholders' vote at the AGM, each Class A ordinary share is entitled to one vote, and each Class B ordinary share is entitled to 10 votes. Shares underlying the Company's American depositary shares ("ADSs") are Class A ordinary shares. Each ADS represents ten Class A ordinary shares.

#### Voting by Holders of Ordinary Shares

Holders of record of the Company's Class A and Class B ordinary shares at the close of business on the Record Date are entitled to vote at the AGM and any adjourned or postponed meeting thereof and are cordially invited to attend the AGM in person. Your vote is important. If you cannot attend the AGM in person, you are urged to complete, sign, date and return the accompanying proxy form as promptly as possible. We must receive the proxy form no later than the time appointed for the AGM to ensure your representation at such meeting. Please refer to the proxy form, which is attached to and made a part of this notice.

## Voting by Holders of ADSs

Holders of ADSs who wish to exercise their voting rights for the underlying Class A shares must act through JPMorgan Chase Bank, N.A., the depositary of the Company's ADS program (the "Depositary"), by submitting a Voting Instruction Card to the Depositary. The Depositary has advised us that it intends to mail to all ADS holders a Voting Instruction Card containing a link to the Company's website (http://ir.fang.com) containing this notice of AGM. If you wish to have the Depositary, through its nominee or nominees, vote or execute a proxy to vote the Class A ordinary shares represented by your ADSs, please execute and forward to the Depositary the Voting Instruction Card sent to you by the Depositary. A postage-paid envelope will be provided to you for this purpose. The Voting Instruction Card should be executed in such a manner as to show clearly how you wish to vote in regard to the Company's proposals. Alternatively, you may include instructions to give a discretionary proxy to a person designated by the Company. The Voting Instruction Card must be forwarded in sufficient time to reach the Depositary before 12:00 p.m. (Eastern Standard Time), December 16, 2020. Only the registered holders of record at the close of business on November 20, 2020 will be entitled to execute the Voting Instruction Card.

Shareholders may obtain a copy of the Company's annual report, free of charge, from the Company's website at http://ir.fang.com, or by contacting IR Department, Fang Holdings Limited, Tower A, No. 20 Guogongzhuang Middle Street, Fengtai District, Beijing 100070, People's Republic of China, Telephone: +86-10-5631-8362, email: ir@fang.com.

/s/ Vincent Tianquan Mo
Vincent Tianquan Mo
Executive Chairman

Beijing, November 17, 2020

# Exhibit A

# Biography of Mr. Changming Yan

Mr. Yan founded Cada Resource International Limited, a company engaged in high-tech development and mineral resource industry, and has been its president since 1996. Mr. Yan also serves as the president of Tsinghua University Alumni Association (Hong Kong). He was the vice chairman of the Western Returned Scholars Association of China from 2008 to 2013. Mr. Yan had been awarded as one of the top ten overseas returned entrepreneurs in China in 2002. Mr. Yan received a bachelor's degree and a master's degree from Tsinghua University in engineering and a master's degree from University of Ottawa in engineering.

#### FANG HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability) (NYSE: SFUN)

#### FORM OF PROXY FOR ANNUAL GENERAL MEETING

(or any adjourned or postponed meeting thereof) to Be Held on December 21, 2020

#### Introduction

This Form of Proxy is furnished in connection with the solicitation by the Board of Directors of Fang Holdings Limited, a Cayman Islands company (the "Company"), of proxies from the holders of the issued and outstanding Class A and Class B ordinary shares of the Company, par value HK\$1.00 per share (collectively, the "Ordinary Shares") to be exercised at the Annual General Meeting of the Company (the "AGM") to be held at Tower A, No. 20 Guogongzhuang Middle Street, Fengtai District, Beijing 100070, People's Republic of China on December 21, 2020 at 10:00 a.m. (local time), and at any adjourned or postponed meeting thereof, for the purposes set forth in the accompanying Notice of Annual General Meeting (the "AGM Notice"). This Form of Proxy and the accompanying AGM Notice are first being mailed to the shareholders of the Company on or about November 27, 2020.

Only the holders of record of the Ordinary Shares at the close of business on November 20, 2020 (the "Record Date") are entitled to notice of and to vote at the AGM. In respect of the matters requiring shareholders' vote at the AGM, each Class A ordinary share is entitled to one vote, and each Class B ordinary share is entitled to 10 votes. Shares underlying the Company's American depositary shares ("ADSs") are Class A ordinary shares. Each ADS represents ten Class A ordinary shares. Holders of ADSs who wish to exercise their voting rights for the underlying Class A shares must act through JPMorgan Chase Bank, N.A., the depositary of the Company's ADS program. As of the close of business on the Record Date, we expect that 65,715,529 Class A ordinary shares (including Class A ordinary shares underlying ADSs) and 24,336,650 Class B ordinary shares are outstanding.

The quorum of the AGM is two shareholders entitled to vote and present in person or by proxy or (in the case of a shareholder being a corporation) by its duly authorized representative representing shares carrying a majority of the rights to vote of all rights of all shares entitled to attend and vote at the AGM throughout the AGM.

Ordinary Shares represented by all properly executed proxies returned to the Company will be voted at the AGM as indicated or, if no instruction is given, the holder of the proxy will vote the shares in his discretion, unless a reference to the holder of the proxy having such discretion has been deleted and initialed on this Form of Proxy. Where the chairman of the AGM acts as proxy and is entitled to exercise his discretion, he has indicated he will vote the shares FOR the resolutions. As to any other business that may properly come before the AGM, all properly executed proxies will be voted by the persons named therein in accordance with their discretion. The Company does not presently know of any other business which may come before the AGM. However, if any other matter properly comes before the AGM, or any adjourned or postponed meeting thereof, which may properly be acted upon, unless otherwise indicated the proxies solicited hereby will be voted on such matter in accordance with the discretion of the proxy holders named therein. Any person giving a proxy has the right to revoke it at any time before it is exercised (i) by filing with the Company a duly signed revocation at its registered office at the offices of Offshore Incorporations (Cayman) Limited, Scotia Centre, 4th Floor, P.O. Box 2804, George Town, Grand Cayman, KY1-1112, Cayman Islands, with a copy delivered to its principal executive offices at Tower A, No. 20 Guogongzhuang Middle Street, Fengtai District, Beijing 100070, People's Republic of China or (ii) by voting in person at the AGM.

To be valid, this Form of Proxy must be completed, signed and returned to the Company's principal executive offices (to the attention of: Peng Cui) at Tower A, No. 20 Guogongzhuang Middle Street, Fengtai District, Beijing 100070, People's Republic of China as soon as possible so that it is received by the Company not less than 48 hours before the time appointed for holding the AGM.

FANG HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)
(NYSE: SFUN)

FORM OF PROXY FOR ANNUAL GENERAL MEETING to Be Held on December 21, 2020 (or any adjourned or postponed meeting thereof)

I/We			[insert address] being the registered holder of			
HK\$1.	00 per share, of	Fang Holdings Limited (the "Company") here	eby appoint the Chairman of the Annual General Meeting (the "Cha	nirman") <sup>2</sup> or		
			proxy to attend and act for me/us at the Annual General Meeting (or			
		neld at Tower A, No. 20 Guogongzhuang Mido o such indication is given, in his or her discret	dle Street, Fengtai District, Beijing 100070, People's Republic of Ch	nina, and in the event of a poll, to vote for me/us as		
marcut	ca ociow, or ir ii	o such material is given, in his of her discret				
RESO	LUTION:	•	otice of Annual General Meeting regarding the re-election of Mr. Cloard"), a member of the audit committee and the compensation corce committee of the Board.			
□ FOF	3		□ AGAINST	□ ABSTAIN		
Dated			, 2020 Signature(s) <sup>4</sup>			
1.		he number and class of shares registered in your name(s).	ur name(s) to which this proxy relates. If no number or class is inser	rted, this Form of Proxy will be deemed to relate		
2.	If any proxy other than the Chairman is preferred, strike out the words "the Chairman of the Annual General Meeting" and insert the name and address of the proxy desired the space provided. A shareholder may appoint one or more proxies to attend and vote in his or her stead. ANY ALTERATION MADE TO THIS FORM OF PROXY MUS BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.					
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3. IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING ON THE RESOLUTION, TICK THE BOX MARKED

"ABSTAIN". The Ordinary Shares represented by all properly executed proxies returned to the Company will be voted at the AGM as indicated or, if no instruction is given, the proxy will vote the shares in his or her discretion, unless a reference to the holder of the proxy having such discretion has been deleted and initialed on this Form of Proxy. Where the Chairman acts as proxy and is entitled to exercise his discretion, he has indicated his intent to vote the shares FOR the resolutions. As to any other business that may properly come before the AGM, all properly executed proxies will be voted by the persons named therein in accordance with their discretion. Your proxy will also be entitled to vote or abstain at his or her discretion on any amendment to the resolution referred to in the AGM Notice which has been properly put to the AGM.

4. This Form of Proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either executed under the hand of an officer or attorney duly authorized to sign the same.

# **FANG HOLDINGS LIMITED**

# TO THE REGISTERED HOLDERS OF AMERICAN DEPOSITARY RECEIPTS ("ADRS") REPRESENTING CLASS A ORDINARY SHARES OF FANG HOLDINGS LIMITED

FOLD AND DETACH HERE

Ordinary Resolution

	Ordin	ary Re	esolution	п	
	Resolution 1.	FOR	AGAINST	ABSTAIN	_
Address change	Mark box, sign and indicate changes/comments	s below:		Mark box at right if you wish to give a discretionary proxy to a person designated by the Company. PLEASE NOTE: Marking this box voids any other instructions indicated above  Sign below Date:  Please sign this Voting Instruction Card exactly as your na appear(s) on the face of this card and on the books Depositary. Joint owners should each sign personally. True and other fiduciaries should indicate the capacity in which sign, and where more than one name appears, a majority sign. If a corporation, this signature should be that authorized officer who should state his or her title.	of the ustees h they y must

## Ordinary Resolution

 The ordinary resolution as set out in the Notice of Annual General Meeting regarding the re-election of Mr. Changming Yan as an independent director of the board of directors of the Company (the "Board"), a member of the audit committee and the compensation committee of the Board, and a member and the chair of the nominating and corporate governance committee of the Board.

Fang Holdings Limited JPMorgan Chase Bank, N.A., Depositary PO Box 64506, Saint Paul MN 55164-0506

# Voting Instruction Card

JPMorgan Chase Bank, N.A. (the "Depositary") has received notice that the Annual General Meeting (the "Meeting") of Fang Holdings Limited (the "Company") will be held at 10:00 a.m. (Beijing time), on Monday, December 21, 2020 at Tower A, No. 20 Guogongzhuang Middle Street, Fengtai District, Beijing 100070, People's Republic of China, for the purposes set forth on this card.

If you are desirous of having the Depositary, through its Nominee or Nominees, vote or execute a proxy to vote the Class A Ordinary Shares represented by your ADRs FOR, AGAINST or to ABSTAIN from voting on the Resolution to be proposed at the Meeting, kindly execute and forward to the Depositary, the attached Voting Instruction Card. The enclosed postage-paid envelope is provided for this purpose. This Voting Instruction Card should be executed in such a manner as to show clearly how you wish to vote in regard to the Company's Resolution. Alternatively, you may include instructions to give a discretionary proxy to a person designated by the Company. The Voting Instruction Card MUST be forwarded in sufficient time to reach the Depositary before 12:00 p.m. (Eastern Standard Time), December 16, 2020. Only the registered holders of record at the close of business on November 20, 2020 will be entitled to execute the attached Voting Instruction Card.

The signatory, a registered holder of ADRs representing Class A Ordinary Shares of the Company, of record on November 20, 2020, hereby requests and authorizes the Depositary, through its Nominee or Nominees, to vote or execute a proxy to vote at the Meeting the underlying Class A Ordinary Shares of the Company represented by ADRs, in accordance with the instructions given below.

To view the AGM Notice and Proxy Statement, please visit http://ir.fang.com

NOTE: In order to have the aforesaid shares voted, this Voting Instruction Card MUST be returned before 12:00 p.m. (Eastern Standard Time), on December 16, 2020.

JPMorgan Chase Bank, N.A., Depositary

PLEASE MARK, DATE AND SIGN ON REVERSE SIDE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE.