

58.com Inc.
Form SC 13G/A
February 17, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

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

58.com Inc.
(Name of Issuer)

Class A Ordinary Shares, par value \$0.00001¹
(Title of Class of Securities)

31680Q104
(CUSIP Number)

December 31, 2014
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*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 the disclosures provided in a prior cover page.

The information required in 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).

¹ The Reporting Persons hold American Depositary Shares, which may be exchanged for Class A Ordinary Shares, par value \$0.00001, at a 1:2 ratio.

CUSIP
No 31680Q104

1. NAME OF
REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES
ONLY)

Tiger Global
Investments,
L.P.

2. CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A
GROUP (SEE
INSTRUCTIONS)

(a)
(b)

3. SEC USE
ONLY

4. CITIZENSHIP
OR PLACE
OF
ORGANIZATION

Cayman
Islands

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING PERSON
WITH

5. SOLE
VOTING
POWER

0

SHARED

6. VOTING
POWER

3,958,820

SOLE

7. DISPOSITIVE
POWER

0

SHARED

8. DISPOSITIVE
POWER

3,958,820

AGGREGATE
AMOUNT

9. BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

3,958,820²

CHECK

BOX IF

THE

AGGREGATE

AMOUNT

10. IN ROW (9)

EXCLUDES

CERTAIN

SHARES

(SEE

INSTRUCTIONS)

PERCENT

OF CLASS

REPRESENTED

11. BY

AMOUNT

IN ROW (9)

4.03%²

TYPE OF
REPORTING
PERSON

12. (SEE
INSTRUCTIONS)

PN

² Represented by 1,979,410 American Depositary Shares, which may be exchanged for Class A Ordinary Shares, par value \$0.00001, at a 1:2 ratio.

CUSIP
No 31680Q104

1. NAME OF
REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES
ONLY)

Tiger Global
Performance,
LLC

2. CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A
GROUP (SEE
INSTRUCTIONS)
(a)
(b)

3. SEC USE
ONLY

4. CITIZENSHIP
OR PLACE
OF
ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING PERSON
WITH

5. SOLE
VOTING
POWER

0

SHARED

6. VOTING
POWER

4,900,000

SOLE

7. DISPOSITIVE
POWER

0

SHARED

8. DISPOSITIVE
POWER

4,900,000

AGGREGATE
AMOUNT

9. BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

4,900,000³

CHECK

BOX IF

THE

AGGREGATE

AMOUNT

10. IN ROW (9)

EXCLUDES

CERTAIN

SHARES

(SEE

INSTRUCTIONS)

PERCENT

OF CLASS

REPRESENTED

11. BY

AMOUNT

IN ROW (9)

4.98%³

12.

TYPE OF
REPORTING
PERSON
(SEE
INSTRUCTIONS)

OO

³ Represented by 2,450,000 American Depositary Shares, which may be exchanged for Class A Ordinary Shares, par value \$0.00001, at a 1:2 ratio.

CUSIP
No 31680Q104

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Tiger Global
Management,
LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

- NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

SHARED

6. VOTING
POWER

4,900,000

SOLE

7. DISPOSITIVE
POWER

0

SHARED

8. DISPOSITIVE
POWER

4,900,000

AGGREGATE
AMOUNT

9. BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

4,900,000 ⁴

CHECK
BOX IF
THE

AGGREGATE
AMOUNT
10. IN ROW (9)
EXCLUDES
CERTAIN
SHARES
(SEE
INSTRUCTIONS)

PERCENT
OF CLASS
REPRESENTED

11. BY
AMOUNT
IN ROW (9)

4.98%⁴

12.

TYPE OF
REPORTING
PERSON
(SEE
INSTRUCTIONS)

OO, IA

⁴ Represented by 2,450,000 American Depositary Shares, which may be exchanged for Class A Ordinary Shares, par value \$0.00001, at a 1:2 ratio.

CUSIP
No 31680Q104

1. NAME OF
REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES
ONLY)

Charles P.
Coleman III

2. CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A
GROUP (SEE
INSTRUCTIONS)
(a)
(b)

3. SEC USE
ONLY

4. CITIZENSHIP
OR PLACE
OF
ORGANIZATION

United
States

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING PERSON
WITH

5. SOLE
VOTING
POWER

0

SHARED

6. VOTING
POWER

4,900,000

SOLE

7. DISPOSITIVE
POWER

0

SHARED

8. DISPOSITIVE
POWER

4,900,000

AGGREGATE
AMOUNT

9. BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

4,900,000⁵

CHECK

BOX IF

THE

AGGREGATE

AMOUNT

10. IN ROW (9)

EXCLUDES

CERTAIN

SHARES

(SEE

INSTRUCTIONS)

PERCENT

OF CLASS

REPRESENTED

11. BY

AMOUNT

IN ROW (9)

4.98%⁵

TYPE OF
REPORTING
PERSON
12. (SEE
INSTRUCTIONS)

IN, HC

⁵ Represented by 2,450,000 American Depositary Shares, which may be exchanged for Class A Ordinary Shares, par value \$0.00001, at a 1:2 ratio.

CUSIP
No 31680Q104

1. NAME OF
REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES
ONLY)

Feroz
Dewan

2. CHECK THE
APPROPRIATE
BOX IF A
MEMBER OF A
GROUP (SEE
INSTRUCTIONS)
(a)
(b)

3. SEC USE
ONLY

4. CITIZENSHIP
OR PLACE
OF
ORGANIZATION

India

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING PERSON
WITH

5. SOLE
VOTING
POWER

0

SHARED
6. VOTING
POWER

4,900,000

SOLE
7. DISPOSITIVE
POWER

0

SHARED
8. DISPOSITIVE
POWER

4,900,000

AGGREGATE
AMOUNT
9. BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

4,900,000 ⁶

CHECK
BOX IF
THE
AGGREGATE
AMOUNT
10. IN ROW (9)
EXCLUDES
CERTAIN
SHARES
(SEE
INSTRUCTIONS)

PERCENT
OF CLASS
11. REPRESENTED
BY
AMOUNT
IN ROW (9)

4.98%⁶

12.

TYPE OF
REPORTING
PERSON
(SEE
INSTRUCTIONS)

IN, HC

⁶ Represented by 2,450,000 American Depositary Shares, which may be exchanged for Class A Ordinary Shares, par value \$0.00001, at a 1:2 ratio.

CUSIP
No 31680Q104

NAME OF
1. REPORTING
PERSONS
I.R.S.
IDENTIFICATION
NOS. OF
ABOVE
PERSONS
(ENTITIES
ONLY)

Scott Shleifer

CHECK THE
APPROPRIATE BOX IF
2. A MEMBER OF A
GROUP (SEE
INSTRUCTIONS)
(a)
(b)

3. SEC USE ONLY

CITIZENSHIP
4. OR PLACE OF
ORGANIZATION

United States

NUMBER OF SHARES
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON WITH

5. SOLE VOTING
POWER

0

SHARED
6. VOTING
POWER

4,900,000

SOLE
7. DISPOSITIVE
POWER

0

SHARED
8. DISPOSITIVE
POWER

4,900,000

AGGREGATE
AMOUNT
9. BENEFICIALLY
OWNED BY EACH
REPORTING PERSON

4,900,000⁷

CHECK BOX IF
THE
AGGREGATE
AMOUNT IN
10. ROW (9)
EXCLUDES
CERTAIN
SHARES (SEE
INSTRUCTIONS)

PERCENT OF
CLASS
11. REPRESENTED
BY AMOUNT
IN ROW (9)

4.98%⁷

TYPE OF
REPORTING
PERSON (SEE
12. INSTRUCTIONS)

IN, HC

⁷ Represented by 2,450,000 American Depositary Shares, which may be exchanged for Class A Ordinary Shares, par value \$0.00001, at a 1:2 ratio.

CUSIP No 31680Q104

Item 1. (a). Name of
Issuer:

58.com Inc.

(b). Address of Issuer's Principal Executive Offices:

Block E, The North American Business Center
Yi 108 Beiyuan Road
Chaoyang District, Beijing 100101
People's Republic of China

Item 2. (a). Name of Person Filing:

Tiger Global Investments, L.P.
Tiger Global Performance, LLC
Tiger Global Management, LLC
Charles P. Coleman III
Feroz Dewan
Scott Shleifer

(b). Address of Principal Business Office, or if None, Residence:

Tiger Global Investments, L.P.
c/o Citco Fund Services (Cayman Islands) Limited
P.O. Box 31106
89 Nexus Way
Camana Bay
Grand Cayman KY1-1205
Cayman Islands

Tiger Global Performance, LLC
Tiger Global Management, LLC
9 West 57th Street
35th Floor
New York, New York 10019

Charles P. Coleman III
c/o Tiger Global Management, LLC
9 West 57th Street
35th Floor
New York, New York 10019

Feroz Dewan
c/o Tiger Global Management, LLC
9 West 57th Street
35th Floor
New York, New York 10019

Scott Shleifer
c/o Tiger Global Management, LLC
9 West 57th Street
35th Floor
New York, New York 10019

(c).Citizenship:

Tiger Global Investments, L.P. – Cayman Islands limited partnership
Tiger Global Performance, LLC – Delaware limited liability company
Tiger Global Management, LLC – Delaware limited liability company
Charles P. Coleman III – United States citizen
Feroz Dewan – citizen of India
Scott Shleifer – United States citizen

(d). Title of Class of Securities:

Class A Ordinary Shares, par value \$0.00001

(e).CUSIP Number:

31680Q104

Item 3. If This Statement is filed pursuant to ss.240.13d-1(b) or 240.13d-2(b), or (c), check whether the person filing is a

- (a) Broker or dealer registered under Section 15 of the Exchange Act (15 U.S.C. 78c).
 - (b) Bank as defined in Section 3(a)(6) of the Exchange Act (15 U.S.C. 78c).
 - (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act (15 U.S.C. 78c).
 - (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
 - (e) An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
 - (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
 - (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
 - (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);
 - (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
 - (j) Group, in accordance with s.240.13d-1(b)(1)(ii)(J).
-

Item 4. Ownership.⁸

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

3,958,820 shares deemed beneficially owned by Tiger Global Investments, L.P.
 4,900,000 shares deemed beneficially owned by Tiger Global Performance, LLC
 4,900,000 shares deemed beneficially owned by Tiger Global Management, LLC
 4,900,000 shares deemed beneficially owned by Charles P. Coleman III
 4,900,000 shares deemed beneficially owned by Feroz Dewan
 4,900,000 shares deemed beneficially owned by Scott Shleifer

(b) Percent of class:

4.03% deemed beneficially owned by Tiger Global Investments, L.P.
 4.98% deemed beneficially owned by Tiger Global Performance, LLC
 4.98% deemed beneficially owned by Tiger Global Management, LLC
 4.98% deemed beneficially owned by Charles P. Coleman III
 4.98% deemed beneficially owned by Feroz Dewan
 4.98% deemed beneficially owned by Scott Shleifer

(c) Number of shares as to which Tiger Global Investments, L.P. has:

(i) Sole power to vote or to direct the vote	0
(ii) Shared power to vote or to direct the vote	3,958,820
(iii) Sole power to dispose or to direct the disposition of	0
(iv) Shared power to dispose or to direct the disposition of	3,958,820

Number of shares as to which Tiger Global Performance, LLC has:

(i) Sole power to vote or to direct the vote	0
(ii) Shared power to vote or to direct the vote	4,900,000
(iii) Sole power to dispose or to direct the disposition of	0
(iv) Shared power to dispose or to direct the disposition of	4,900,000

⁸ Represented by American Depositary Shares. Each American Depositary Share represents two Class A Ordinary Shares, par value \$0.00001.

Number of shares as to which Tiger Global Management, LLC has:

(i) Sole power to vote or to direct the vote	0
(ii) Shared power to vote or to direct the vote	4,900,000
(iii) Sole power to dispose or to direct the disposition of	0
(iv) Shared power to dispose or to direct the disposition of	4,900,000

Number of shares as to which Charles P. Coleman III has:

(i) Sole power to vote or to direct the vote	0
(ii) Shared power to vote or to direct the vote	4,900,000
(iii) Sole power to dispose or to direct the disposition of	0
(iv) Shared power to dispose or to direct the disposition of	4,900,000

Number of shares as to which Feroz Dewan has:

(i) Sole power to vote or to direct the vote	0
(ii) Shared power to vote or to direct the vote	4,900,000
(iii) Sole power to dispose or to direct the disposition of	0
(iv) Shared power to dispose or to direct the disposition of	4,900,000

Number of shares as to which Scott Shleifer has:

(i) Sole power to vote or to direct the vote	0
(ii) Shared power to vote or to direct the vote	4,900,000
(iii) Sole power to dispose or to direct the disposition of	0
(iv) Shared power to dispose or to direct the disposition of	4,900,000

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

If a parent holding company has filed this schedule, pursuant to Rule 13d-1(b)(1)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identification of the relevant subsidiary.

N/A

Item 8. Identification and Classification of Members of the Group.

If a group has filed this schedule pursuant to §240.13d-1(b)(1)(ii)(J), so indicate under Item 3(j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to §240.13d-1(c) or §240.13d-1(d), attach an exhibit stating the identity of each member of the group.

N/A

Item 9. Notice of Dissolution of Group.

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution

and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity.
See Item 5.

N/A

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

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.

February 17, 2015
(Date)

/s/ Anil L. Crasto
Signature
Tiger Global Investments, L.P.
By Tiger Global Performance, LLC
Its General Partner
Anil L. Crasto
Chief Operating Officer

/s/ Anil L. Crasto
Signature
Tiger Global Performance, LLC
Anil L. Crasto
Chief Operating Officer

/s/ Anil L. Crasto
Signature
Tiger Global Management, LLC
Anil L. Crasto
Chief Operating Officer

/s/ Charles P. Coleman III
Signature
Charles P. Coleman III

/s/ Feroz Dewan
Signature
Feroz Dewan

/s/ Scott Shleifer
Signature
Scott Shleifer

Exhibit A

AGREEMENT

The undersigned agree that this Schedule 13G Amendment dated February 17, 2015 relating to the Class A Ordinary Shares, par value \$0.00001 of 58.com Inc. shall be filed on behalf of the undersigned.

Tiger Global Investments, L.P.
By Tiger Global Performance, LLC
Its General Partner

/s/ Anil L. Crasto
Signature
Anil L. Crasto
Chief Operating Officer

Tiger Global Performance, LLC

/s/ Anil L. Crasto
Signature
Anil L. Crasto
Chief Operating Officer

Tiger Global Management, LLC

/s/ Anil L. Crasto
Signature
Anil L. Crasto
Chief Operating Officer

Charles P. Coleman III

/s/ Charles P. Coleman III
Signature

Feroz Dewan

/s/ Feroz Dewan
Signature

Scott Shleifer

/s/ Scott Shleifer
Signature

SK 03559 0004 6337402