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

SCHEDULE 13D

**Under the Securities Exchange Act of 1934
(Amendment No. 7)***

VIPSHOP HOLDINGS LIMITED

(Name of Issuer)

Class A Ordinary Shares, \$0.0001 par value per share
(Title of Class of Securities)

92763W103
(CUSIP Number)

Sequoia Capital China II, L.P.
Suite 2215
Two Pacific Place
88 Queensway
Hong Kong, PRC

Attention: Neil Nanpeng Shen
Telephone: 852 2501-8989

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

with copies to:
Craig Marcus
Ropes & Gray LLP
800 Boylston Street
Boston, Massachusetts 02199
(617) 951-7802

March 27, 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.

* This Schedule 13D (this “Statement”) constitutes Amendment No. 7 of the Schedule 13D on behalf of Sequoia Capital China II, L.P., Sequoia Capital China Partners Fund II, L.P., Sequoia Capital China Principals Fund II, L.P., Sequoia Capital China Management II, L.P., Sequoia Capital 2010 CV Holdco, Ltd., Sequoia Capital China Venture 2010 Fund, L.P., Sequoia Capital China Venture 2010 Partners Fund, L.P., Sequoia Capital China Venture 2010 Principals Fund, L.P., SC China Venture 2010 Management, L.P., SC China Holding Limited, SNP China Enterprises Limited, and Neil Nanpeng Shen. This Statement constitutes Amendment No. 5 of the Schedule 13D on behalf of Sequoia Capital China UR Holdings Limited.

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.

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).

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	Sequoia Capital China II, L.P. IRS Identification No. 26-0204241	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization Cayman Islands	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 0
	8.	Shared voting power 2,996,447
	9.	Sole dispositive power 0
	10.	Shared dispositive power 2,996,447
11.	Aggregate amount beneficially owned by each reporting person 2,996,447	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 3.1%	
14.	Type of reporting person (see instructions) PN	

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	Sequoia Capital China Partners Fund II, L.P. IRS Identification No. 98-0577551	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization Cayman Islands	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 0
	8.	Shared voting power 62,440
	9.	Sole dispositive power 0
	10.	Shared dispositive power 62,440
11.	Aggregate amount beneficially owned by each reporting person 62,440	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 0.1%	
14.	Type of reporting person (see instructions) PN	

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	Sequoia Capital China Principals Fund II, L.P. IRS Identification No. 33-1190312	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization Cayman Islands	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 0
	8.	Shared voting power 481,212
	9.	Sole dispositive power 0
	10.	Shared dispositive power 481,212
11.	Aggregate amount beneficially owned by each reporting person 481,212	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 0.5%	
14.	Type of reporting person (see instructions) PN	

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	Sequoia Capital China Management II, L.P. IRS Identification No. 26-0204084	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization Cayman Islands	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 0
	8.	Shared voting power 3,540,099
	9.	Sole dispositive power 0
	10.	Shared dispositive power 3,540,099
11.	Aggregate amount beneficially owned by each reporting person 3,540,099	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 3.6%	
14.	Type of reporting person (see instructions) PN	

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	Sequoia Capital 2010 CV Holdco, Ltd. IRS Identification No. 98-0660286	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization Cayman Islands	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 0
	8.	Shared voting power 2,242,173
	9.	Sole dispositive power 0
	10.	Shared dispositive power 2,242,173
11.	Aggregate amount beneficially owned by each reporting person 2,242,173	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 2.3%	
14.	Type of reporting person (see instructions) OO	

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	Sequoia Capital China Venture 2010 Fund, L.P. IRS Identification No. 98-0678098	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization Cayman Islands	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 0
	8.	Shared voting power 2,242,173
	9.	Sole dispositive power 0
	10.	Shared dispositive power 2,242,173
11.	Aggregate amount beneficially owned by each reporting person 2,242,173	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 2.3%	
14.	Type of reporting person (see instructions) PN	

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	Sequoia Capital China Venture 2010 Partners Fund, L.P. IRS Identification No. 98-0705138	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization Cayman Islands	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 0
	8.	Shared voting power 2,242,173
	9.	Sole dispositive power 0
	10.	Shared dispositive power 2,242,173
11.	Aggregate amount beneficially owned by each reporting person 2,242,173	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 2.3%	
14.	Type of reporting person (see instructions) PN	

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	Sequoia Capital China Venture 2010 Principals Fund, L.P. IRS Identification No. 98-0705154	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization Cayman Islands	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 0
	8.	Shared voting power 2,242,173
	9.	Sole dispositive power 0
	10.	Shared dispositive power 2,242,173
11.	Aggregate amount beneficially owned by each reporting person 2,242,173	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 2.3%	
14.	Type of reporting person (see instructions) PN	

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	SC China Venture 2010 Management, L.P. IRS Identification No. 98-0678096	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization Cayman Islands	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 0
	8.	Shared voting power 2,242,173
	9.	Sole dispositive power 0
	10.	Shared dispositive power 2,242,173
11.	Aggregate amount beneficially owned by each reporting person 2,242,173	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 2.3%	
14.	Type of reporting person (see instructions) PN	

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	SC China Holding Limited IRS Identification No. – N/A	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization Cayman Islands	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 0
	8.	Shared voting power 5,782,272
	9.	Sole dispositive power 0
	10.	Shared dispositive power 5,782,272
11.	Aggregate amount beneficially owned by each reporting person 5,782,272	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 5.9%	
14.	Type of reporting person (see instructions) OO	

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	SNP China Enterprises Limited IRS Identification No. – N/A	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization British Virgin Islands	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 0
	8.	Shared voting power 5,782,272
	9.	Sole dispositive power 0
	10.	Shared dispositive power 5,782,272
11.	Aggregate amount beneficially owned by each reporting person 5,782,272	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 5.9%	
14.	Type of reporting person (see instructions) OO	

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	Sequoia Capital China UR Holdings Limited IRS Identification No. – N/A	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization Cayman Islands	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 0
	8.	Shared voting power 209,674
	9.	Sole dispositive power 0
	10.	Shared dispositive power 209,674
11.	Aggregate amount beneficially owned by each reporting person 209,674	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 0.2%	
14.	Type of reporting person (see instructions) OO	

1.	Names of reporting persons. I.R.S. Identification Nos. of above persons (entities only)	
	Neil Nanpeng Shen	
2.	Check the appropriate box if a member of a group (see instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
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) <input type="checkbox"/>	
6.	Citizenship or place of organization	
	Hong Kong SAR	
Number of shares beneficially owned by each reporting person with	7.	Sole voting power 663,137
	8.	Shared voting power 5,991,946
	9.	Sole dispositive power 663,137
	10.	Shared dispositive power 5,991,946
11.	Aggregate amount beneficially owned by each reporting person 6,655,083	
12.	Check if the aggregate amount in Row (11) excludes certain shares (see instructions) <input type="checkbox"/>	
13.	Percent of class represented by amount in Row (11) 6.8%	
14.	Type of reporting person (see instructions) IN	

For each Reporting Person other than Sequoia Capital China UR Holdings Limited (“SCC UR”), except as set forth below, the Schedule 13D as initially filed on April 9, 2012, amended by Amendment No. 1 thereto on March 20, 2013, Amendment No. 2 thereto on June 24, 2013, Amendment No. 3 thereto on September 10, 2013, Amendment No. 4 thereto on November 21, 2013, Amendment No. 5 thereto on August 26, 2014 and Amendment No. 6 thereto on November 25, 2014 remains in effect, and capitalized terms used herein but not defined herein have such respective meanings, as defined in such Schedule 13D. The information set forth in response to each separate Item below shall be deemed to be a response to all Items where such information is relevant. The information set forth in the Exhibits attached hereto and to the initial Schedule 13D filing is expressly incorporated herein by reference and the response to each Item of this Statement is qualified in its entirety by the provisions of such Exhibits. This Schedule 13D constitutes Amendment No. 5 to the initial Schedule 13D filing on behalf of SCC UR that was filed on June 24, 2013, amended by Amendment No. 1 thereto on September 10, 2013, Amendment No. 2 thereto on November 21, 2013, Amendment No. 3 thereto on August 26, 2014 and Amendment No. 4 thereto on November 25, 2014.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

Item 3 is amended by adding the following new paragraph immediately following the first paragraph:

Between December 2014 and March 2015, SCC UR disposed of an aggregate of 56,893 Ordinary Shares in the form of 284,460 ADSs in pro rata in-kind distributions to certain of its partners as further described in Item 4 below. In February 2015 and March 2015, Neil Nanpeng Shen sold an aggregate of 160,000 Ordinary Shares in the form of 800,000 ADSs as further described in Item 4 below. On March 12, 2015, certain Reporting Persons disposed of an aggregate of 800,000 Ordinary Shares in a pro rata in-kind distribution to certain of their partners or members as further described in Item 4 below. Following such distribution, the aggregate number of Ordinary Shares beneficially owned by the Reporting Persons is 6,655,083.

ITEM 4. PURPOSE OF TRANSACTION.

Item 4 is amended by adding the following new paragraphs after the tenth paragraph thereof:

Between December 2014 and March 2015, SCC UR disposed of an aggregate of 56,893 Ordinary Shares in the form of 284,460 ADSs in pro rata in-kind distributions to certain of its partners (the “SCC UR Distributions”). In February 2015 and March 2015, Neil Nanpeng Shen sold an aggregate of 160,000 Ordinary Shares in the form of 800,000 ADSs for aggregate consideration of \$21,255,658.

On March 12, 2015, SCC II, SCC PTRS II, SCC PF II and SC CV HOLD disposed of an aggregate of 800,000 Ordinary Shares in a pro rata in-kind distribution to certain of their partners or members, including subsequent distributions by general partners or managing members to their respective partners or members (the “March 2015 Distribution”). SCC II distributed 414,570 Ordinary Shares, SCC PTRS II distributed 8,639 Ordinary Shares, SCC PF II distributed 66,578 Ordinary Shares and SC CV HOLD distributed 310,213 Ordinary Shares. In connection with the March 2015 Distribution, (a) Neil Nanpeng Shen received an aggregate of 75,143 Ordinary Shares, and (b) SCC UR, which is a limited partner of SCC MGMT II and SCC VENTURE MGMT and is wholly-owned by Neil Nanpeng Shen, received an aggregate of 60,224 Ordinary Shares. On March 12, 2015, the closing price of the ADSs on the New York Stock Exchange was \$26.67. Following the March 2015 Distribution, the aggregate number of Ordinary Shares beneficially owned by the Reporting Persons is 6,655,083.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

Item 5 is amended and restated in its entirety to read as follows:

The information set forth and/or incorporated by reference in Items 2, 3 and 4 is hereby incorporated by reference into this Item 5.

(a) The aggregate number of Ordinary Shares and the percentage of total outstanding Ordinary Shares beneficially owned by the Reporting Persons is set forth below. References to percentage ownerships of Ordinary Shares in this Statement are based upon 98,028,314 Ordinary Shares stated to be outstanding as of December 31,

2014 in Vipshop's earnings release filed with the Securities and Exchange Commission on Form 6-K on February 17, 2015. The Reporting Persons may be deemed to beneficially own an aggregate of 6,655,083 Ordinary Shares, which constitutes approximately 6.8% of Vipshop's Ordinary Shares, calculated in accordance with Rule 13d-3 under the Act. The filing of this Statement shall not be construed as an admission that a Reporting Person beneficially owns those shares held by any other Reporting Person.

SCC II beneficially owns 2,996,447 Ordinary Shares, which represents approximately 3.1% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

SCC PTRS II beneficially owns 62,440 Ordinary Shares, which represents approximately 0.1% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

SCC PF II beneficially owns 481,212 Ordinary Shares, which represents approximately 0.5% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

SCC MGMT II, as the general partner of each of SCC II, SCC PTRS II and SCC PF II, may be deemed to beneficially own an aggregate of 3,540,099 Ordinary Shares, which represents approximately 3.6% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

SC CV HOLD beneficially owns 2,242,173 Ordinary Shares, which represents approximately 2.3% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

SCC VENTURE, as a parent company of SC CV HOLD, may be deemed to beneficially own 2,242,173 Ordinary Shares, which represents approximately 2.3% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

SCC VENTURE PTRS, as a parent company of SC CV HOLD, may be deemed to beneficially own 2,242,173 Ordinary Shares, which represents approximately 2.3% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

SCC VENTURE PF, as a parent company of SC CV HOLD, may be deemed to beneficially own 2,242,173 Ordinary Shares, which represents approximately 2.3% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

SCC VENTURE MGMT, as the general partner of SCC VENTURE, SCC VENTURE PTRS and SCC VENTURE PF, may be deemed to beneficially own 2,242,173 Ordinary Shares, which represents approximately 2.3% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

SCC HOLD, as the general partner of each of SCC MGMT II and SCC VENTURE MGMT, may be deemed to beneficially own an aggregate of 5,782,272 Ordinary Shares, which represents approximately 5.9% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

SNP, which is the parent company of SCC HOLD, may be deemed to beneficially own an aggregate of 5,782,272 Ordinary Shares, which represents approximately 5.9% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

SCC UR, which is a limited partner of SCC MGMT II and SCC VENTURE MGMT and is wholly-owned by Neil Nanpeng Shen, may be deemed to beneficially own an aggregate of 209,674 Ordinary Shares, which represents approximately 0.2% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

Neil Nanpeng Shen, who wholly owns and is the sole director of each of SNP and SCC UR, may be deemed to beneficially own an aggregate of 6,655,083 Ordinary Shares, which represents approximately 6.8% of the outstanding Ordinary Shares calculated in accordance with the requirements of Rule 13d-3 under the Act.

By virtue of the relationship described herein, the Reporting Persons may be deemed to constitute a “group” within the meaning of Rule 13d-5 under the Act. As a member of a group, each Reporting Person may be deemed to share voting and dispositive power with respect to, and therefore beneficially own, the shares beneficially owned by members of the group as a whole. The filing of this Statement shall not be construed as an admission that the Reporting Persons beneficially own those shares held by another member of the group. In addition, each Reporting Person expressly disclaims beneficial ownership of any securities reported herein except to the extent such Reporting Person actually exercises voting or dispositive power with respect to such securities.

(b) The number of Ordinary Shares as to which each of the Reporting Persons has sole or shared power to vote, direct the vote, dispose or direct the disposition are as set forth in rows seven through ten of the cover pages hereof. The information set forth in Item 2 is hereby incorporated by reference into this Item 5(b).

(c) Except with respect to the disposal of Ordinary Shares by the Reporting Persons in the March 2015 Distribution, the disposal of Ordinary Shares by SCC UR in the SCC UR Distributions and the sale of Ordinary Shares by Neil Nanpeng Shen in February 2015 and March 2015, each as more fully described in Items 3 and 4, the Reporting Persons have not effected any transactions in the Ordinary Shares during the past 60 days.

(d) No person other than the Reporting Persons 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, the Ordinary Shares beneficially owned by the Reporting Persons.

(e) Not applicable.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

<u>Exhibit</u>	<u>Description</u>
1	Joint Filing Agreement dated as of June 24, 2013, by and among SCC II, SCC PTRS II, SCC PF II, SCC MGMT II, SC CV HOLD, SC VENTURE, SC VENTURE PTRS, SC VENTURE PF, SC VENTURE MGMT, SCC HOLD, SNP, SCC UR and Neil Nanpeng Shen (incorporated by reference to Exhibit 1 to Amendment No. 3 to the Schedule 13D filed by the Reporting Persons on June 24, 2013).
2	Amended and Restated Shareholders' Agreement, dated as of April 11, 2011, by and among Vipshop, SCC II, SCC PTRS II, SCC PF II, SC CV HOLD and certain other parties (incorporated by reference to Exhibit 4.4 to the Registration Statement on Form F-1 of Vipshop, filed on February 17, 2012).
3	Share Subscription Agreement, dated as of January 24, 2011, by and among Vipshop, SCC II, SCC PTRS II, SCC PF II and certain other parties (incorporated by reference to Exhibit 3 to the Schedule 13D filed by the Reporting Persons on April 9, 2012).

- 4 Share Subscription Agreement, dated as of April 11, 2011, by and among Vipshop, SC CV HOLD and certain other parties (incorporated by reference to Exhibit 4.5 to Amendment No. 1 to the Registration Statement on Form F-1 of Vipshop, filed on March 9, 2012).
- 5 Form of Underwriting Agreement (including a form of Lock-Up Agreement as Exhibit E thereto), by and among Vipshop, the selling shareholders named therein, Goldman Sachs (Asia) L.L.C., Deutsche Bank Securities Inc. and J.P. Morgan Securities LLC (incorporated by reference to Exhibit 1.1 to Amendment No. 2 to the Registration Statement on Form F-1 of Vipshop, filed on March 11, 2013).

SIGNATURES

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this Statement is true, complete and correct.

Dated: March 30, 2015

SEQUOIA CAPITAL CHINA II, L.P.
SEQUOIA CAPITAL CHINA PARTNERS FUND II, L.P.
SEQUOIA CAPITAL CHINA PRINCIPALS FUND II,
L.P.

By: Sequoia Capital China Management II, L.P.
A Cayman Islands exempted limited partnership,
General Partner of Each

By: SC China Holding Limited
A Cayman Islands limited liability company
Its General Partner

/s/ Wendy Kok

Name: Wendy Kok

Title: Authorized Signatory

SEQUOIA CAPITAL CHINA MANAGEMENT II, L.P.

By: SC China Holding Limited
A Cayman Islands limited liability company
Its General Partner

/s/ Wendy Kok

Name: Wendy Kok

Title: Authorized Signatory

SEQUOIA CAPITAL 2010 CV HOLDCO, LTD.

/s/ Wendy Kok

Name: Wendy Kok

Title: Authorized Signatory

**SEQUOIA CAPITAL CHINA VENTURE 2010 FUND,
L.P.**

**SEQUOIA CAPITAL CHINA VENTURE 2010
PARTNERS FUND, L.P.**

**SEQUOIA CAPITAL CHINA VENTURE 2010
PRINCIPALS FUND, L.P.**

By: SC China Venture 2010 Management, L.P.,
A Cayman Islands exempted limited partnership
Its General Partner

By: SC China Holding Limited
A Cayman Islands limited liability company
General Partner of Each

/s/ Wendy Kok

Name: Wendy Kok

Title: Authorized Signatory

SC CHINA VENTURE 2010 MANAGEMENT, L.P.

By: SC China Holding Limited
A Cayman Islands limited liability company
Its General Partner

/s/ Wendy Kok

Name: Wendy Kok

Title: Authorized Signatory

SC CHINA HOLDING LIMITED

/s/ Neil Nanpeng Shen

Name: Neil Nanpeng Shen

Title: Authorized Signatory

SNP CHINA ENTERPRISES LIMITED

/s/ Neil Nanpeng Shen

Name: Neil Nanpeng Shen

Title: Authorized Signatory

SEQUOIA CAPITAL CHINA UR HOLDINGS LIMITED

/s/ Wendy Kok

Name: Wendy Kok

Title: Authorized Signatory

NEIL NANPENG SHEN

/s/ Neil Nanpeng Shen

Name: Neil Nanpeng Shen