
**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 October 2014

Commission File Number: 001-35454

Vipshop Holdings Limited

No. 20 Huahai Street
Liwan District, Guangzhou 510370
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):

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.

Vipshop Holdings Limited

By : /s/ Donghao Yang
Name: : Donghao Yang
Title: : Chief Financial Officer

Date: October 10, 2014

2

EXHIBIT INDEX

Exhibit 99.1 — Press Release

3

Vipshop Announces ADS Ratio Change

Guangzhou, October 9, 2014 — Vipshop Holdings Limited (NYSE: VIPS), China's leading online discount retailer ("Vipshop" or the "Company"), today announced that it will change its American depositary share ("ADS") to Class A Ordinary Share ("Share") ratio from one (1) ADS representing two (2) Shares to five (5) ADSs representing one (1) Share, effective November 3, 2014.

Vipshop ADS holders of record as of the close of business on October 31, 2014 will receive nine (9) additional ADSs for every one ADS held on that date. For Vipshop's ADS holders, this ratio change will have the same effect as a 10-for-1 ADS split.

The ADS ratio change will have no impact on Vipshop's underlying Shares. Furthermore, no action by ADS holders is required to effect the ratio change.

ABOUT VIPSHOP HOLDINGS LIMITED

Vipshop Holdings Limited is China's leading online discount retailer for brands. Vipshop offers high quality and popular branded products to consumers throughout China at a significant discount to retail prices. Since it was founded in August 2008, the Company has rapidly built a sizeable and growing base of customers and brand partners. For more information, please visit <http://www.vip.com>.

**Investor Relations Contact
Vipshop Holdings Limited**

Millicent Tu
Tel: +86 (20) 2233-0732
Email: IR@vipshop.com

ICR, Inc.
Chenjiazi Zhong
Tel: +1 (646) 405-4866
Email: IR@vipshop.com
