

Pintec Technology Holdings Ltd
Form SC 13G
January 28, 2019

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

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

Pintec Technology Holdings Limited

(Name of Issuer)

Class A ordinary shares, \$0.000125 par value per share

(Title of Class of Securities)

72352G 107**

(CUSIP Number)

December 31, 2018

(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 disclosures provided in a prior cover page.

** CUSIP number 72352G 107 has been assigned to the American Depositary Shares (ADSs) of the issuer, which are quoted on The Nasdaq Global Market under the symbol PT. Each ADS represents seven Class A ordinary shares of the issuer.

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).

Edgar Filing: Pintec Technology Holdings Ltd - Form SC 13G

1 Name of Reporting Person

Sina Corporation

2 Check the Appropriate Box if a Member of a Group

(a) ☐

(b) ☐

3 SEC Use Only

4 Citizenship or Place of Organization

Cayman Islands

5

Sole Voting Power

18,201,422(1)

6

Shared Voting Power

0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

7

Sole Dispositive Power

18,201,422(1)

8

Shared Dispositive Power

0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

18,201,422(1)

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares ☐

11 Percent of Class Represented by Amount in Row 9

6.9%

12 Type of Reporting Person

CO

(1) Represents 18,201,422 Class A ordinary shares directly held by New Fortune Fund L.P., a limited partnership established under the laws of the Cayman Islands. New Fortune Fund L.P. has one general partner and two limited partners. The general partner of New Fortune Fund L.P. is Costal Sunshine Limited, and the limited partners of New Fortune Fund L.P. are Startide Capital Holdings Limited and Allplay Legend Corporation. Pursuant to the constitutional documents of New Fortune Fund L.P., Startide Capital Holdings Limited has the power to direct New Fortune Fund L.P. with respect to the retention or disposal of, and the exercise of any voting and other rights attached to, the shares held by New Fortune Fund L.P. Both Startide Capital Holdings Limited and Allplay Legend Corporation are controlled by Sina Corporation, a Cayman Islands company listed on the Nasdaq Global Select Market.

Edgar Filing: Pintec Technology Holdings Ltd - Form SC 13G

1 Name of Reporting Person
Startide Capital Holdings Limited

2 Check the Appropriate Box if a Member of a Group
(a) ☐
(b) ☐

3 SEC Use Only

4 Citizenship or Place of Organization
British Virgin Islands

	5	Sole Voting Power 18,201,422(2)
Number of Shares Beneficially Owned by Each Reporting Person With	6	Shared Voting Power 0
	7	Sole Dispositive Power 18,201,422(2)
	8	Shared Dispositive Power 0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
18,201,422(2)

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares ☐

11 Percent of Class Represented by Amount in Row 9
6.9%

12 Type of Reporting Person
CO

(2) Represents 18,201,422 Class A ordinary shares directly held by New Fortune Fund L.P., a limited partnership established under the laws of the Cayman Islands. New Fortune Fund L.P. has one general partner and two limited partners. The general partner of New Fortune Fund L.P. is Costal Sunshine Limited, and the limited partners of New Fortune Fund L.P. are Startide Capital Holdings Limited and Allplay Legend Corporation. Pursuant to the constitutional documents of New Fortune Fund L.P., Startide Capital Holdings Limited has the power to direct New Fortune Fund L.P. with respect to the retention or disposal of, and the exercise of any voting and other rights attached to, the shares held by New Fortune Fund L.P.

Edgar Filing: Pintec Technology Holdings Ltd - Form SC 13G

1 Name of Reporting Person
New Fortune Fund L.P.

2 Check the Appropriate Box if a Member of a Group
(a) ☐
(b) ☐

3 SEC Use Only

4 Citizenship or Place of Organization
Cayman Islands

	5	Sole Voting Power 18,201,422(3)
Number of Shares Beneficially Owned by Each Reporting Person With	6	Shared Voting Power 0
	7	Sole Dispositive Power 18,201,422(3)
	8	Shared Dispositive Power 0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
18,201,422(3)

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares ☐

11 Percent of Class Represented by Amount in Row 9
6.9%

12 Type of Reporting Person
PN

(3) Represents 18,201,422 Class A ordinary shares directly held by New Fortune Fund L.P., a limited partnership established under the laws of the Cayman Islands.

Item 1(a). **Name of Issuer:**
Pintec Technology Holdings Limited (the Issuer)

Item 1(b). **Address of Issuer's Principal Executive Offices:**
216, 2/F East Gate, Pacific Century Place, No. A2 Gongti North Road,
Chaoyang District, Beijing, People's Republic of China

Item 2(a). **Name of Person Filing:**
(i) Sina Corporation;

(ii) Startide Capital Holdings Limited; and

(iii) New Fortune Fund L.P. (collectively, the Reporting Persons)

Item 2(b). **Address of Principal Business Office or, if none, Residence:**
For Sina Corporation
No. 8 SINA Plaza
Courtyard 10, the West Xibeiwang E. Road
Haidian District, Beijing 100193
People's Republic of China

For Startide Capital Holdings Limited
c/o Trinity Chambers
P.O. Box 4301, Road Town, Tortola
British Virgin Islands

For New Fortune Fund L.P.
c/o Maples Corporates Services Limited
P.O. Box 309, Ugland House, Grand Cayman
KY1-1104, Cayman Islands

Item 2(c). **Citizenship:**
Sina Corporation Cayman Islands

Startide Capital Holdings Limited British Virgin Islands

Item 2(d). **Title of Class of Securities:**
New Fortune Fund L.P. Cayman Islands
Class A ordinary shares, \$0.000125 par value per share, of the Issuer

Item 2(e). **CUSIP Number:**
72352G 107

The Issuer's ordinary shares consist of Class A ordinary shares and Class B ordinary shares. Each holder of Class A ordinary shares is entitled to one vote per share and each holder of Class B ordinary shares is entitled to fifteen votes per share, subject to certain conditions, on all matters submitted to them for vote. Class B ordinary shares are convertible at any time by the holder thereof into Class A ordinary shares on a one-for-one basis. Class A ordinary shares are not convertible into Class B ordinary shares under any circumstances.

Edgar Filing: Pintec Technology Holdings Ltd - Form SC 13G

This CUSIP number applies to the American depositary shares of the Issuer, each representing seven Class A ordinary shares of the Issuer.

Item 3.

If this statement is filed pursuant to §§ 240.13d-1(b), or 240.13d-2(b) or (c), check whether the persons filing is a:

Not applicable

Item 4. Ownership:

Reporting Person	Amount beneficially owned:	Percent of class:	Percent of aggregate voting power:	Sole power to vote or direct the vote:	Shared power to vote or to direct the vote:	Sole power to dispose or to direct the disposition of:	Shared power to dispose or to direct the disposition of:
Sina Corporation	18,201,422	6.9%	1.8%	18,201,422	0	18,201,422	0
Startide Capital Holdings Limited	18,201,422	6.9%	1.8%	18,201,422	0	18,201,422	0
New Fortune Fund L.P.	18,201,422	6.9%	1.8%	18,201,422	0	18,201,422	0

As of December 31, 2018, 18,201,422 Class A ordinary shares were directly held by New Fortune Fund L.P., a limited partnership established under the laws of the Cayman Islands. New Fortune Fund L.P. has one general partner and two limited partners. The general partner of New Fortune Fund L.P. is Costal Sunshine Limited, and the limited partners of New Fortune Fund L.P. are Startide Capital Holdings Limited and Allplay Legend Corporation. Pursuant to the constitutional documents of New Fortune Fund L.P., Startide Capital Holdings Limited has the power to direct New Fortune Fund L.P. with respect to the retention or disposal of, and the exercise of any voting and other rights attached to, the shares held by New Fortune Fund L.P. Both Startide Capital Holdings Limited and Allplay Legend Corporation are controlled by Sina Corporation, a Cayman Islands company listed on the Nasdaq Global Select Market.

The percentage of class of securities beneficially owned by each Reporting Person is based on a total of 265,594,453 ordinary shares (being the sum of 213,811,958 Class A ordinary shares and 51,782,495 Class B ordinary shares) of the Issuer outstanding as of December 31, 2018 as a single class. Class B ordinary shares are convertible at any time by the holder thereof into Class A ordinary shares on a one-for-one basis. Class A ordinary shares are not convertible into Class B ordinary shares under any circumstances.

The percentage of voting power is calculated by dividing the voting power beneficially owned by each Reporting Person by the voting power of all of the Issuer's Class A ordinary shares and Class B ordinary shares as a single class as of December 31, 2018. Each holder of Class A ordinary shares is entitled to one vote per share and each holder of Class B ordinary shares is entitled to fifteen votes per share, subject to certain conditions, on all matters submitted to them for vote.

Item 5. Ownership of Five Percent or Less of a Class:
Not applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person:
Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Controlling Person:
Not applicable

Item 8. Identification and Classification of Members of the Group:
Not applicable

Item 9. **Notice of Dissolution of Group:**
Not applicable

Item 10. **Certifications:**
Not applicable

LIST OF EXHIBITS

Exhibit No.	Description
A	Joint Filing Agreement

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.

Dated: January 28, 2019

SINA CORPORATION

By: /s/ Charles Chao
Name: Charles Chao
Title: Chief Executive Officer

STARTIDE CAPITAL HOLDINGS LIMITED

By: /s/ Charles Chao
Name: Charles Chao
Title: Director

NEW FORTUNE FUND L.P.

By: /s/ Yunli Liu
Name: Yunli Liu
Title: Authorized Signatory