

58.com Inc.
Form SC 13D/A
July 03, 2014

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13D/A

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (a) AND
AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (a)

(Amendment No. 2)

58.com Inc.
(Name of Issuer)

American Depositary Shares (ADS), each representing
Two Class A Ordinary Shares, par value \$0.00001 per share
(Title of Class of Securities)

31680Q104
(CUSIP Number)

André Levi

c/o DCM

2420 Sand Hill Road, Suite 200

Menlo Park, CA 94025

(650) 233-1400

COPY TO:

Christine Wichrowski, Esq.

c/o Gunderson Dettmer Stough Villeneuve Franklin & Hachigian, LLP

1200 Seaport Boulevard, Redwood City, California 94063

(650) 321-2400

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

June 30, 2014

(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 Rule 13d-1(e), 13d-1(f) or 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 Rule 13d-7 for other parties to whom copies are to be sent.

* 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 the cover page.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purposes 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).

(Continued on following pages)

CUSIP NO. 31680Q104 13DPage 2 of 16

NAME OF REPORTING
 1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 DCM V, L.P. ("DCM V")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) .. (b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
 SOLE VOTING POWER
 12,134,733 ordinary shares* ("shares") (represented by 6,067,366 American Depositary Shares ("ADSs")), except that DCM Investment Management V, L.P. ("GP V"), the general partner of DCM V, and DCM International V, Ltd. ("UGP V"), the general partner of GP V, may be deemed to have sole power to vote these shares, and K. David Chao ("Chao"), Peter W. Moran ("Moran") and Thomas Blaisdell ("Blaisdell"), the directors of UGP V, may be deemed to have shared power to vote these shares.

6 SHARED VOTING POWER

See response to row 5.

SOLE DISPOSITIVE POWER

12,134,733 shares* (represented by 6,067,366 ADSs), except that GP V, the general partner of DCM V, and UGP V, the general partner of GP V, may be deemed to have sole power to dispose of these shares, and Chao, Moran and Blaisdell, the directors of UGP V, may be deemed to have shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12,134,733

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14.97%*

12 TYPE OF REPORTING PERSON*

PN

* Consists of 12,134,733 Class B ordinary shares held directly by DCM V. Each Class B ordinary share is convertible at the option of the holder into one Class A ordinary share. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding Class A ordinary shares only (assuming conversion of the 12,134,733 Class B ordinary shares held by DCM V). If the outstanding number of shares included both Class A and B ordinary shares, this percentage would be 7.05%.

CUSIP NO. 31680Q104 13DPage 3 of 16

NAME OF REPORTING
 1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

DCM Affiliates Fund V, L.P. ("Aff V")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) " (b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF

SHARES

SOLE VOTING POWER

BENEFICIALLY

296,110 shares* (represented by 148,055 ADSs), except that GP V, the general partner of Aff

OWNED BY EACH

5 V, and UGP V, the general partner of GP V, may be deemed to have sole power to vote these

REPORTING

shares, and Chao, Moran and Blaisdell, the directors of UGP V, may be deemed to have

PERSON

shared power to vote these shares.

WITH

6 SHARED VOTING POWER

See response to row 5.

SOLE DISPOSITIVE POWER

296,110 shares* (represented by 148,055 ADSs), except that GP V, the general partner of Aff

7 V, and UGP V, the general partner of GP V, may be deemed to have sole power to dispose of

these shares, and Chao, Moran and Blaisdell, the directors of UGP V, may be deemed to have

shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
 REPORTING PERSON

296,110

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.43%*

12 TYPE OF REPORTING PERSON*

PN

* Consists of 296,110 Class B ordinary shares held directly by Aff V. Each Class B ordinary share is convertible at the option of the holder into one Class A ordinary share. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding Class A ordinary shares only (assuming conversion of the 296,110 Class B ordinary shares held by Aff V). If the outstanding number of shares included both Class A and B ordinary shares, this percentage would be 0.17%.

CUSIP NO. 31680Q104 13DPage 4 of 16

NAME OF REPORTING

1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

DCM Investment Management V, L.P. ("GP V")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) .. (b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF

SOLE VOTING POWER

SHARES

12,430,843 shares* (represented by 6,215,421 ADSs), of which 12,134,733 shares (represented

BENEFICIALLY

by 6,067,366 ADSs) are directly owned by DCM V and 296,110 shares (represented by

OWNED BY EACH 5

148,055 ADSs) are directly owned by Aff V. GP V, the general partner of DCM V and Aff V,

REPORTING

may be deemed to have sole power to vote these shares, except that UGP V, the general partner

PERSON

of GP V, may be deemed to have sole power to vote these shares, and Chao, Moran and

WITH

Blaisdell, the directors of UGP V, may be deemed to have shared power to vote these shares.

6 SHARED VOTING POWER

See response to row 5.

SOLE DISPOSITIVE POWER

12,430,843 shares* (represented by 6,215,421 ADSs), of which 12,134,733 shares

(represented by 6,067,366 ADSs) are directly owned by DCM V and 296,110 shares

7 (represented by 148,055 ADSs) are directly owned by Aff V. GP V, the general partner of

DCM V and Aff V, may be deemed to have sole power to dispose of these shares, except that

UGP V, the general partner of GP V, may be deemed to have sole power to dispose of these

shares, and Chao, Moran and Blaisdell, the directors of UGP V, may be deemed to have shared

power to dispose of these shares.

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING PERSON

12,430,843

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

15.28%*

12 TYPE OF REPORTING PERSON*

PN

* Consists of 12,430,843 Class B ordinary shares held indirectly by GP V. Each Class B ordinary share is convertible at the option of the holder into one Class A ordinary share. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding Class A ordinary shares only (assuming conversion of the 12,134,733 Class B ordinary shares held by DCM V and the 296,110 Class B ordinary shares held by Aff V). If the outstanding number of shares included both Class A and B ordinary shares, this percentage would be 7.22%.

CUSIP NO. 31680Q104 13DPage 5 of 16

NAME OF REPORTING
1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

DCM International V, Ltd. ("UGP V")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) .. (b) x

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
12,430,843 shares* (represented by 6,215,421 ADSs), of which 12,134,733 shares (represented by 6,067,366 ADSs) are directly owned by DCM V and 296,110 shares (represented by 148,055 ADSs) are directly owned by Aff V. UGP V is the general partner of GP V, the general partner of each of DCM V and Aff V, and may be deemed to have sole voting power with respect to such shares, except GP V, the general partner of each of DCM V and Aff V, may be deemed to have sole power to vote these shares, and Chao, Moran and Blaisdell, the directors of UGP V, may be deemed to have shared power to vote these shares.

6 SHARED VOTING POWER

See response to row 5.

7 SOLE DISPOSITIVE POWER

12,430,843 shares* (represented by 6,215,421 ADSs), of which 12,134,733 shares (represented by 6,067,366 ADSs) are directly owned by DCM V and 296,110 shares (represented by 148,055 ADSs) are directly owned by Aff V. UGP V is the general partner of GP V, the general partner of each of DCM V and Aff V, and may be deemed to have sole power to dispose of such shares, except GP V, the general partner of each of DCM V and Aff V, may be deemed to have sole power to dispose of these shares, and Chao, Moran and Blaisdell, the directors of UGP V, may be deemed to have shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
REPORTING PERSON

12,430,843

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

15.28%*

12 TYPE OF REPORTING PERSON*

OO

* Consists of 12,430,843 Class B ordinary shares held indirectly by UGP V. Each Class B ordinary share is convertible at the option of the holder into one Class A ordinary share. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding Class A ordinary shares only (assuming conversion of the 112,134,733 Class B ordinary shares held by DCM V and the 296,110 Class B ordinary shares held by Aff V). If the outstanding number of shares included both Class A and B ordinary shares, this percentage would be 7.22%.

CUSIP NO. 31680Q104 13DPage 6 of 16

NAME OF REPORTING

1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

DCM Hybrid RMB Fund, L.P. ("Hybrid Fund")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) " (b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF

SOLE VOTING POWER

SHARES

1,764,706 shares* (represented by 882,353 ADSs), except that DCM Hybrid RMB Fund

BENEFICIALLY

Investment Management, L.P. ("Hybrid Fund DGP"), the general partner of Hybrid Fund, and

OWNED BY EACH

5 DCM Hybrid RMB Fund International, Ltd. ("Hybrid Fund UGP"), the general partner of Hybrid

REPORTING

Fund DGP, may be deemed to have sole power to vote these shares, and Chao, Moran,

PERSON

Blaisdell and Jason Krikorian ("Krikorian"), the directors of Hybrid Fund UGP, may be deemed

WITH

to have shared power to vote these shares.

6 SHARED VOTING POWER

See response to row 5.

7 SOLE DISPOSITIVE POWER

1,764,706 shares* (represented by 882,353 ADSs), except that Hybrid Fund DGP, the general partner of Hybrid Fund, and Hybrid Fund UGP, the general partner of Hybrid Fund DGP, may be deemed to have sole power to dispose of these shares, and Chao, Moran, Blaisdell and Krikorian, the directors of Hybrid Fund UGP, may be deemed to have shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
REPORTING PERSON

1,764,706

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

2.56%

12 TYPE OF REPORTING PERSON*

PN

* Consists of 1,764,706 Class A ordinary shares held directly by Hybrid Fund.

CUSIP NO. 31680Q104 13DPage 7 of 16

NAME OF REPORTING

SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 DCM Hybrid RMB Fund Investment Management, L.P. ("Hybrid Fund DGP")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) .. (b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

4 Cayman Islands

NUMBER OF

SHARES

BENEFICIALLY

OWNED BY EACH

REPORTING

PERSON

WITH

SOLE VOTING POWER

1,764,706 shares* (represented by 882,353 ADSs) all of which are directly owned by Hybrid

Fund. Hybrid Fund DGP, the general partner of Hybrid Fund, may be deemed to have sole

5 power to vote these shares, except that Hybrid Fund UGP, the general partner of Hybrid Fund

DGP, may be deemed to have sole power to vote these shares, and Chao, Moran, Blaisdell and

Krikorian, the directors of Hybrid Fund UGP, may be deemed to have shared power to vote

these shares.

6 SHARED VOTING POWER

6 See response to row 5.

SOLE DISPOSITIVE POWER

1,764,706 shares* (represented by 882,353 ADSs) all of which are directly owned by Hybrid

Fund. Hybrid Fund DGP, the general partner of Hybrid Fund, may be deemed to have sole

7 power to dispose of these shares, except that Hybrid Fund UGP, the general partner of Hybrid

Fund DGP, may be deemed to have sole power to dispose of these shares, and Chao, Moran,

Blaisdell and Krikorian, the directors of Hybrid Fund UGP, may be deemed to have shared

power to dispose of these shares.

8 SHARED DISPOSITIVE POWER

8 See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING PERSON

1,764,706

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

J.56%

12 TYPE OF REPORTING PERSON*

PN

* Consists of 1,764,706 Class A ordinary shares held indirectly by Hybrid Fund DGP.

CUSIP NO. 31680Q104 13DPage 8 of 16

NAME OF REPORTING

1 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

DCM Hybrid RMB Fund International, Ltd. ("Hybrid Fund UGP")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) .. (b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF

SOLE VOTING POWER

SHARES

1,764,706 shares* (represented by 882,353 ADSs) all of which are directly owned by Hybrid

BENEFICIALLY

Fund. Hybrid Fund UGP is the general partner of Hybrid Fund DGP, the general partner of

OWNED BY EACH 5 Hybrid Fund, and may be deemed to have sole voting power with respect to such shares, except

REPORTING

Hybrid Fund DGP, the general partner of Hybrid Fund, may be deemed to have sole power to

PERSON

vote these shares, and Chao, Moran, Blaisdell and Krikorian, the directors of Hybrid Fund

WITH

UGP, may be deemed to have shared power to vote these shares.

6 SHARED VOTING POWER

See response to row 5.

SOLE DISPOSITIVE POWER

1,764,706 shares* (represented by 882,353 ADSs) all of which are directly owned by Hybrid

Fund. Hybrid Fund UGP is the general partner of Hybrid Fund DGP, the general partner of

7 Hybrid Fund, and may be deemed to have sole power to dispose of these shares, except Hybrid

Fund DGP, the general partner of Hybrid Fund, may be deemed to have sole power to dispose

of these shares, and Chao, Moran, Blaisdell and Krikorian, the directors of Hybrid Fund UGP,

may be deemed to have shared power to dispose of these shares.

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING PERSON

1,764,706

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

2.56%

12 TYPE OF REPORTING PERSON*

OO

* Consists of 1,764,706 Class A ordinary shares held indirectly by Hybrid Fund UGP.

CUSIP NO. 31680Q104 13DPage 9 of 16

1 NAME OF REPORTING PERSON K. David Chao ("Chao")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) " (b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Japanese Citizen

5 SOLE VOTING POWER

0 shares.

SHARED VOTING POWER

NUMBER OF 14,195,549 shares* (represented by 5,508,623 ADSs), of which 12,134,733 shares (represented by 6,067,366 ADSs) are directly owned by DCM V, 296,110 shares (represented by 148,055 ADSs) are directly owned by Aff V and 1,764,706 shares (represented by 882,353 ADSs) are directly owned by Hybrid Fund. Chao is a director of each of UGP V, the general partner of GP V, which is the general partner of each of DCM V and Aff V, and Hybrid Fund UGP, the general partner of Hybrid Fund DGP, which is the general partner of Hybrid Fund, and may be deemed to have shared power to vote these shares.

OWNED BY EACH

6 SOLE DISPOSITIVE POWER

0 shares.

REPORTING

SHARED DISPOSITIVE POWER

PERSON

14,195,549 shares* (represented by 5,508,623 ADSs), of which 12,134,733 shares (represented by 6,067,366 ADSs) are directly owned by DCM V, 296,110 shares (represented by 148,055 ADSs) are directly owned by Aff V and 1,764,706 shares (represented by 882,353 ADSs) are directly owned by Hybrid Fund. Chao is a director of each of UGP V, the general partner of GP V, which is the general partner of each of DCM V and Aff V, and Hybrid Fund UGP, the general partner of Hybrid Fund DGP, which is the general partner of Hybrid Fund, and may be deemed to have shared power to dispose of these shares.

WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

14,195,549

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

17.45%*

12 TYPE OF REPORTING PERSON*

IN

* Consists of 12,134,733 Class B ordinary shares held directly by DCM V, 296,110 Class B ordinary shares held directly by Aff V and 1,764,706 Class A ordinary shares held directly by Hybrid Fund. Each Class B ordinary share is convertible at the option of the holder into one Class A ordinary share. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding Class A ordinary shares only (assuming conversion of the 12,134,733 Class B ordinary shares held by DCM V and the 296,110 Class B ordinary shares held by Aff V). If the outstanding number of shares included both Class A and B ordinary shares, this percentage would be 8.25%.

CUSIP NO. 31680Q104 13DPage 10 of 16

1 NAME OF REPORTING PERSON Peter W. Moran ("Moran")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) " (b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

5 SOLE VOTING POWER

0 shares.

SHARED VOTING POWER

NUMBER OF 14,195,549 shares* (represented by 5,508,623 ADSs), of which 12,134,733 shares (represented by 6,067,366 ADSs) are directly owned by DCM V, 296,110 shares (represented by 148,055 ADSs) are directly owned by Aff V and 1,764,706 shares (represented by 882,353 ADSs) are directly owned by Hybrid Fund. Moran is a director of each of UGP V, the general partner of GP V, which is the general partner of each of DCM V and Aff V, and Hybrid Fund UGP, the general partner of Hybrid Fund DGP, which is the general partner of Hybrid Fund, and may be deemed to have shared power to vote these shares.

OWNED BY EACH

7 SOLE DISPOSITIVE POWER

0 shares.

REPORTING

SHARED DISPOSITIVE POWER

PERSON

14,195,549 shares* (represented by 5,508,623 ADSs), of which 12,134,733 shares (represented by 6,067,366 ADSs) are directly owned by DCM V, 296,110 shares (represented by 148,055 ADSs) are directly owned by Aff V and 1,764,706 shares (represented by 882,353 ADSs) are directly owned by Hybrid Fund. Moran is a director of each of UGP V, the general partner of GP V, which is the general partner of each of DCM V and Aff V, and Hybrid Fund UGP, the general partner of Hybrid Fund DGP, which is the general partner of Hybrid Fund, and may be deemed to have shared power to dispose of these shares.

WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

14,195,549

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

17.45%*

12 TYPE OF REPORTING PERSON*

IN

* Consists of 12,134,733 Class B ordinary shares held directly by DCM V, 296,110 Class B ordinary shares held directly by Aff V and 1,764,706 Class A ordinary shares held directly by Hybrid Fund. Each Class B ordinary share is convertible at the option of the holder into one Class A ordinary share. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding Class A ordinary shares only (assuming conversion of the 12,134,733, Class B ordinary shares held by DCM V and the 296,110 Class B ordinary shares held by Aff V). If the outstanding number of shares included both Class A and B ordinary shares, this percentage would be 8.25%.

CUSIP NO. 31680Q104 13DPage 11 of 16

1 NAME OF REPORTING PERSON Thomas Blaisdell ("Blaisdell")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) " (b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

5 SOLE VOTING POWER

0 shares.

SHARED VOTING POWER

NUMBER OF 14,195,549 shares* (represented by 5,508,623 ADSs), of which 12,134,733 shares (represented by 6,067,366 ADSs) are directly owned by DCM V, 296,110 shares (represented by 148,055 ADSs) are directly owned by Aff V and 1,764,706 shares (represented by 882,353 ADSs) are directly owned by Hybrid Fund. Blaisdell is a director of each of UGP V, the general partner of GP V, which is the general partner of each of DCM V and Aff V, and Hybrid Fund UGP, the general partner of Hybrid Fund DGP, which is the general partner of Hybrid Fund, and may be deemed to have shared power to vote these shares.

OWNED BY EACH

7 SOLE DISPOSITIVE POWER

0 shares.

REPORTING

SHARED DISPOSITIVE POWER

PERSON

14,195,549 shares* (represented by 5,508,623 ADSs), of which 12,134,733 shares (represented by 6,067,366 ADSs) are directly owned by DCM V, 296,110 shares (represented by 148,055 ADSs) are directly owned by Aff V and 1,764,706 shares (represented by 882,353 ADSs) are directly owned by Hybrid Fund. Blaisdell is a director of each of UGP V, the general partner of GP V, which is the general partner of each of DCM V and Aff V, and Hybrid Fund UGP, the general partner of Hybrid Fund DGP, which is the general partner of Hybrid Fund, and may be deemed to have shared power to dispose of these shares.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

14,195,549

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

17.45%*

12 TYPE OF REPORTING PERSON*

IN

* Consists of 12,134,733 Class B ordinary shares held directly by DCM V, 296,110 Class B ordinary shares held directly by Aff V and 1,764,706 Class A ordinary shares held directly by Hybrid Fund. Each Class B ordinary share is convertible at the option of the holder into one Class A ordinary share. Pursuant to Rule 13d-3(d)(1)(i)(D), the percentage in Row 11 is calculated using the outstanding Class A ordinary shares only (assuming conversion of the 12,134,733 Class B ordinary shares held by DCM V and the 296,110 Class B ordinary shares held by Aff V). If the outstanding number of shares included both Class A and B ordinary shares, this percentage would be 8.25%.

CUSIP NO. 31680Q104 13DPage 12 of 16

1 NAME OF REPORTING PERSON Jason Krikorian ("Krikorian")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) " (b) x

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S. Citizen

NUMBER OF 5 SOLE VOTING POWER

0 shares.

SHARES SHARED VOTING POWER

BENEFICIALLY 6 1,764,706 shares* (represented by 882,353 ADSs) all of which are directly owned by Hybrid Fund. Krikorian is a director of Hybrid Fund UGP, the general partner of Hybrid Fund DGP, the general partner of Hybrid Fund, and may be deemed to have shared power to vote these shares.

OWNED BY 7 SOLE DISPOSITIVE POWER

EACH 0 shares.

REPORTING SHARED DISPOSITIVE POWER

PERSON 8 1,764,706 shares* (represented by 882,353 ADSs) all of which are directly owned by Hybrid Fund. Krikorian is a director of Hybrid Fund UGP, the general partner of Hybrid Fund DGP, the general partner of Hybrid Fund, and may be deemed to have shared power to dispose of these shares.

WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,764,706

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)

EXCLUDES CERTAIN SHARES*

..

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

2.56%

12 TYPE OF REPORTING PERSON*

IN

* Consists of 1,764,706 Class A ordinary shares held directly by Hybrid Fund.

CUSIP NO. 31680Q104 13DPage 13 of 16

ITEM 1. SECURITY AND ISSUER.

This Amendment No. 2 supplements and amends the Schedule 13D that was originally filed on November 8, 2013 as amended by Amendment No. 1 (as amended, the “Original Schedule 13D”), and is being filed to report the repurchase on June 30, 2014 of a portion of the ordinary shares, par value \$0.00001 per share (the “Ordinary Shares”), of 58.com Inc., a Cayman Islands limited liability company (the “Company”) held by certain of the Reporting Persons. Only those items that are hereby reported are amended; all other items reported in the Original Schedule 13D remain unchanged. Information given in response to each item shall be deemed incorporated by reference in all other items, as applicable. Capitalized terms not defined in this Amendment No. 2 have the meanings ascribed to them in the Original Schedule 13D.

ITEM 4. PURPOSE OF TRANSACTION.

Item 4 of the Original Schedule 13D is hereby amended to add the following statements:

On June 30, 2014, the Company repurchased 7,652,229 Class B Ordinary Shares from DCM V and 186,720 Class B Ordinary Shares from Aff V.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

Items 5(a), 5(b) and 5(c) of the Original Schedule 13D are hereby amended and restated in their entirety as follows:

(a,b) Regarding aggregate beneficial ownership, see Row 9 of the cover page of each Reporting Person. Regarding percentage beneficial ownership, see Row 11 of the cover page of each Reporting Person. Regarding sole power to vote shares, see Row 5 of the cover page of each Reporting Person. Regarding shared power to vote shares, see Row 6 of the cover page of each Reporting Person. Regarding sole power to dispose of shares, see Row 7 of the cover page of each Reporting Person. Regarding shared power to dispose of shares, see Row 8 of the cover page of each Reporting Person. References to percentages of ownership of Ordinary Shares in this Amendment No. 2 are based upon 172,077,943 Ordinary Shares stated by the Company to be outstanding after consummation of the purchase by Tencent Holdings Limited of 36,805,000 Class A and B ordinary shares and the Company’s repurchase of 27,603,750 Ordinary Shares from existing pre-IPO shareholders described in the Company (such purchase and repurchase as described in the Company’s Report on 6K filed on June 30, 2013).

(c) There were no transactions by the Reporting Persons of the Company's Ordinary Shares or ADSs during the past 60 days other than the repurchase by the Company described below.

Name	Date	Number of Ordinary shares Sold*	Gross Sales Price
DCM V, L.P.	6/30/14	7,562,229	US\$20 per share*
DCM Affiliates Fund V, L.P.	6/30/14	186,720	US\$20 per share*

*Each ADS represents two Ordinary Shares.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Item 6 of the Original Schedule 13D is amended to add the following final paragraph: In connection with the Company's repurchase of Ordinary Shares from Reporting Persons and certain other shareholders, certain of the Reporting Persons entered into a Share Repurchase Agreement with the Company dated as of June 27, 2014. Pursuant to the Share Repurchase Agreement, the Reporting Persons agreed to sell, and the Company agreed to buy, the Ordinary Shares described in Item 4 above at \$20.00 per share.

CUSIP NO. 31680Q104 13DPage 14 of 16

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Item 7 of the Schedule 13D is amended to add the following Exhibits:

EXHIBIT 1.2 Share Repurchase Agreement, dated as of June 27, 2014

CUSIP NO. 31680Q104 13DPage 15 of 16

SIGNATURES

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.

Date: July 3, 2014

DCM V, L.P.

By: DCM
INVESTMENT
MANAGEMENT V,
L.P.
Its General Partner

By: DCM
INTERNATIONAL V,
LTD.
Its General Partner

By: /s/ André Levi
André Levi
Assistant Secretary

DCM AFFILIATES
FUND V, L.P.

By: DCM
INVESTMENT
MANAGEMENT V,
L.P.
Its General Partner

By: DCM
INTERNATIONAL V,
LTD.
Its General Partner

By: /s/ André Levi

André Levi
Assistant Secretary

DCM INVESTMENT
MANAGEMENT V,
L.P.

By: DCM
INTERNATIONAL V,
LTD.
Its General Partner

By:/s/ André Levi
André Levi
Assistant Secretary

DCM
INTERNATIONAL V,
LTD.

By:/s/ André Levi
André Levi
Assistant Secretary

CUSIP NO. 31680Q104 13DPage 16 of 16

DCM HYBRID RMB
FUND, L.P.

By: DCM HYBRID
RMB FUND
INVESTMENT
MANAGEMENT, L.P.
Its General Partner

By: DCM HYBRID
RMB FUND
INTERNATIONAL,
LTD.
Its General Partner

By:/s/ André Levi
André Levi
Assistant Secretary

DCM HYBRID RMB
FUND INVESTMENT
MANAGEMENT, L.P.

By: DCM HYBRID
RMB FUND
INTERNATIONAL,
LTD.
Its General Partner

By:/s/ André Levi
André Levi
Assistant Secretary

DCM HYBRID RMB
FUND
INTERNATIONAL,
LTD.

By:/s/ André Levi
André Levi
Assistant Secretary

/s/ K. David Chao
K. David Chao

/s/ Peter W. Moran
Peter W. Moran

/s/ Thomas Blaisdell
thomas Blaisdell

/s/ Jason Krikorian
JASON KRIKORIAN