

China Biologic Products Holdings, Inc.
Form SC 13G/A
February 14, 2019

SECURITIES
AND
EXCHANGE
COMMISSION
Washington,
D.C. 20549

SCHEDULE
13G/A

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

China Biologic
Products
Holdings, Inc.
(Name of
Issuer)

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

G21515104
(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:

ý Rule 13d-1(b)

¨ Rule 13d-1(c)

¨ Rule 13d-1(d)

(Page 1 of 6
Pages)

*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

NAME OF
REPORTING
PERSON

Hillhouse Capital
Advisors, Ltd.*
CHECK
THE
APPROPRIATE

2

BOX IF A
MEMBER (b) "
OF A
GROUP

3

SEC USE ONLY
CITIZENSHIP OR
PLACE OF

4

ORGANIZATION

Cayman Islands
SOLE
VOTING
POWER

5

2,751,200
Ordinary
Shares

SHARED
VOTING
POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH:

6

-0-
SOLE
DISPOSITIVE
POWER

7

2,751,200
Ordinary
Shares
SHARED
DISPOSITIVE
POWER

8

-0-

9

AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING

PERSON

2,751,200 Ordinary

Shares

CHECK BOX

IF THE

AGGREGATE

AMOUNT IN ..

ROW (9)

EXCLUDES

CERTAIN

SHARES

PERCENT OF

CLASS

REPRESENTED BY

AMOUNT IN ROW

(9)

7.0%

TYPE OF

REPORTING

PERSON

IA

* The original Schedule 13G filed with the Securities and Exchange Commission with respect to the Ordinary Shares of the Issuer held by the Hillhouse Entities (as defined in Item 2 hereof) prior to the date hereof was filed by Hillhouse Capital Management, Ltd. (CIK 0001510589), which, due to an internal reorganization, is no longer the Reporting Person.

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Item 1(a). NAME OF ISSUER

The name of the issuer is China Biologic Products Holdings, Inc. (the "Company").

Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

The Company's principal executive office is located at 18th Floor, Jialong International Building, 19 Chaoyang Park Road, Chaoyang District, Beijing 100125, People's Republic of China.

Item 2(a). NAME OF PERSON FILING

This statement is filed by Hillhouse Capital Advisors, Ltd., an exempted Cayman Islands company ("HCA" or the "Reporting Person"), with respect to the Ordinary Shares (as defined in Item 2(d) below) held by Gaoling Fund, L.P. ("Gaoling"), YHG Investment, L.P. ("YHG") and HH China Bio Holdings LLC ("HH China Bio Holdings"), together with Gaoling and YHG, the "Hillhouse Entities"). HH China Bio Holdings is owned by Gaoling and YHG. HCA acts as the sole management company of Gaoling and sole general partner of YHG. HCA is hereby deemed to be the sole beneficial owner of, and to solely control the voting and investment power of, the Ordinary Shares held by the Hillhouse Entities.

Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE

The address of the business office of the Reporting Person is Suite 2202, 22nd Floor, Two International Finance Centre, 8 Finance Street, Central, Hong Kong.

Item 2(c). CITIZENSHIP
Cayman Islands

Item 2(d). TITLE OF CLASS OF SECURITIES

Ordinary Shares, par value of \$0.0001 per share (the "Ordinary Shares").

Item 2(e). CUSIP NUMBER
G21515104

Item 3. IF THIS STATEMENT IS FILED PURSUANT TO Rules 13d-1(b), OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a) " Broker or dealer registered under Section 15 of the Act;
- (b) " Bank as defined in Section 3(a)(6) of the Act;
- (c) " Insurance company as defined in Section 3(a)(19) of the Act;
- (d) " Investment company registered under Section 8 of the Investment Company Act of 1940;
- (e) " An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) " An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);

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(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;

(i) "A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;

(j) "A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);

(k) "Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution: _____

Item 4. OWNERSHIP

The percentage set forth in this Schedule 13G is calculated based upon an aggregate of 39,361,316 Ordinary Shares outstanding as of September 30, 2018, as reported in the Company's Report on Foreign Private Issuer filed on Form 6-K with the Securities and Exchange Commission on November 1, 2018.

The information required by Items 4(a) - (c) is set forth in Rows 5 - 11 of the cover page for the Reporting Person and is incorporated herein by reference.

On August 24, 2018, HH China Bio Holdings entered into a share purchase agreement (the "Share Purchase Agreement") with the Company pursuant to which the Company issued 1,000,000 Ordinary Shares (the "Purchased Shares") to HH China Bio Holdings. In connection with the Share Purchase Agreement, HH China Bio Holdings entered into an investor rights agreement (the "Investor Rights Agreement") with the Company. Pursuant to the Investor Rights Agreement, HH China Bio Holdings agreed to a two year lock-up on the Purchased Shares and a six month lock-up on all Ordinary Shares held by HH China Bio Holdings or any of its affiliates immediately prior to the closing of the transactions under the Share Purchase Agreement. HH China Bio Holdings also agreed to a two year standstill and, subject to certain exceptions, an agreement to vote all securities of the Company beneficially owned by HH China Bio Holdings and any of its affiliates in the manner recommended by the board of directors of the Company for a period of two years.

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

See Item 2.

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON

Not applicable.

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Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

Item 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

Item 10. CERTIFICATION

The Reporting
Person hereby makes
the following
certification:

By signing below the
Reporting Person
certifies that, to the
best of its knowledge
and belief, the
securities referred to
above were acquired
and are held in the
ordinary course of
business and were
not acquired 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.

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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.

DATE: February 14, 2019

Hillhouse capital advisors, LTD.

/s/ Richard A. Hornung

Name: Richard A. Hornung

Title: General Counsel and Chief Compliance Officer