## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 13G**

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b) (Amendment No. 4)

# Noah Holdings Limited (Name of Issuer)

**ORDINARY SHARES** (Title of Class of Securities)

> 65487X102\* (CUSIP Number)

**December 31, 2017** (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) \* This CUSIP number applies to the Issuer's American depositary shares, two of which represent one Ordinary Share.

> (Continued on following pages) Page 1 of 12 Pages

CUSI	CUSIP No. 65487X102			Schedule 13G	Page 2 of 11
1	1 Name of reporting person		orting person		
	SEQUOIA CAPITAL CHINA I, L.P. ("SCC I")				
2					
3	SEC use	onl	y		
4	Citizensh	ip (	or place of organization		
	CAYMA	ΝI	SLANDS		
		5	Sole voting power		
Nı	umber of		0		
	shares	6	Shared voting power		
	neficially wned by		1,772,100		
	each	7	Sole dispositive power		
reporting person			0		
	with	8	Shared dispositive power		
			1,772,100		
9	Aggregat	e a	mount beneficially owned by each reporting person		
	1,772,100				
10	Check bo	x i	f the aggregate amount in Row (9) excludes certain	shares	
11	Percent o	f cl	ass represented by amount in Row 9		
	$6.0\%^{1}$				
12	Type of r	epo	orting person		
	PN				

Based on a total of 29,518,533 shares outstanding as of December 31, 2016, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 21, 2017.

CUSIP No. 654	87X102	Schedule 13G	Page 3 of 11		
	reporting person  IA CAPITAL CHINA PARTNERS F	JND I. L.P. ("SCC PTRS I")			
	ne appropriate box if a member of a gr (b) □				
3 SEC use	only				
	hip or place of organization				
Number of shares beneficially owned by each reporting person with	5 Sole voting power  0 6 Shared voting power  203,625 7 Sole dispositive power  0 8 Shared dispositive power  203,625				
9 Aggrega 203,625	te amount beneficially owned by each	reporting person			
	ox if the aggregate amount in Row (9)	excludes certain shares			
0.7%1	of class represented by amount in Rov	7 9			
12   Type of 1	12 Type of reporting person				

PN

Based on a total of 29,518,533 shares outstanding as of December 31, 2016, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 21, 2017.

CUSIP N	CUSIP No. 65487X102			Schedule 13G	Page 4 of 11	
		-	orting person APITAL CHINA PRINCIPALS FUND I, L.P. ("SCO	C PRIN I")		
2 C		e ap	propriate box if a member of a group  ) □			
3 S	EC use	only	7			
	4 Citizenship or place of organization CAYMAN ISLANDS					
_	ber of		Sole voting power  0			
benef own	ares ficially ed by		Shared voting power 274,275			
repo per	ach orting rson		Sole dispositive power 0			
with		8	Shared dispositive power 274,275			
	Aggregat 74,275	e ai	nount beneficially owned by each reporting person			
	Check bo	x if	the aggregate amount in Row (9) excludes certain sl	hares		
11 P		f cl	ass represented by amount in Row 9			

Type of reporting person

PN

Based on a total of 29,518,533 shares outstanding as of December 31, 2016, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 21, 2017.

CU	JSIP No. 654	872	77X102 Schedule 13G	Page 5 of 11
	1 Name of	re	reporting person	
	SEQUO	ΙA	A CAPITAL CHINA MANAGEMENT I, L.P. ("SCC MGMT I")	
	2 Check tl (a) □		e appropriate box if a member of a group (b) $\square$	
	3 SEC use	on	only	
		•	ip or place of organization	
	CAYMA	_	N ISLANDS	
		5	5 Sole voting power	
			0	
Number of		6	6 Shared voting power	
	shares			
	beneficially owned by		2,250,000 shares, of which 1,772,100 shares are directly held by SCC I, 203,625shares are directly held by SCC PTRS I shares are directly held by SCC PRIN I. SCC MGMT I is the General Partner of each of SCC I, SCC PTRS I and SCC P	
	each	7	7 Sole dispositive power	IIII I.
	reporting			
	person with		0	
	WIIII	8	8 Shared dispositive power	
			2,250,000 shares, of which 1,772,100 shares are directly held by SCC I, 203,625shares are directly held by SCC PTRS I shares are directly held by SCC PRIN I. SCC MGMT I is the General Partner of each of SCC I, SCC PTRS I and SCC P.	
	9 Aggrega	te a	e amount beneficially owned by each reporting person	
	2,250,00	0		
1	, ,		x if the aggregate amount in Row (9) excludes certain shares	
1				

Based on a total of 29,518,533 shares outstanding as of December 31, 2016, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 21, 2017.

Percent of class represented by amount in Row 9

12 Type of reporting person

PN

CUSI	P No. 654	37X	X102 Schedule 13G	Page 6 of 11	
1		-	Prorting person		
2	SC CHINA HOLDING LIMITED ("SCC HOLD")  Check the appropriate box if a member of a group  (a)   (b)   (c)				
3	3 SEC use only				
4	CAYMAN ISLANDS				
		5	Sole voting power  0		
Number of shares beneficially owned by each reporting person with		6	Shared voting power  2,250,000 shares, of which 1,772,100 shares are directly held by SCC I, 203,625 shares are directly held by SCC PTRS I and shares are directly held by SCC PRIN I. SCC HOLD is the General Partner of SCC MGMT I, which is the General Partner of SCC I, SCC PTRS I and SCC PRIN I.		
		7			
		8	Shared dispositive power  2,250,000 shares, of which 1,772,100 shares are directly held by SCC I, 203,625 shares are directly held by SCC PTRS I and shares are directly held by SCC PRIN I. SCC HOLD is the General Partner of SCC MGMT I, which is the General Partner of SCC I, SCC PTRS I and SCC PRIN I.		
9	Aggregate amount beneficially owned by each reporting person 2,250,000				
10	Check box if the aggregate amount in Row (9) excludes certain shares				
11	Percent of 7.6%1	of c	class represented by amount in Row 9		

Type of reporting person

00

Based on a total of 29,518,533 shares outstanding as of December 31, 2016, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 21, 2017.

CUSIP No. 65487X102			X102 Schedule 13G	Page 7 of 11	
1		•	porting person A ENTERPRISES LIMITED ("SNP")		
2	Check the appropriate box if a member of a group  (a) □ (b) □				
3	3 SEC use only				
4		•	or place of organization /IRGIN ISLANDS		
		5	Sole voting power 0		
Number of shares beneficially owned by each reporting person		6	Shared voting power  2,250,000 shares, of which 1,772,100 shares are directly held by SCC I, 203,625 shares are directly held by SCC PTRS I a shares are directly held by SCC PRIN I. SNP is the Director of, and wholly owns, SCC HOLD. SCC HOLD is the General SCC MGMT I, which is the General Partner of each of SCC I, SCC PTRS I and SCC PRIN I.		
		7	0		
	with	8	Shared dispositive power  2,250,000 shares, of which 1,772,100 shares are directly held by SCC I, 203,625 shares are directly held by SCC PTRS I a shares are directly held by SCC PRIN I. SNP is the Director of, and wholly owns, SCC HOLD. SCC HOLD is the General SCC MGMT I, which is the General Partner of each of SCC I, SCC PTRS I and SCC PRIN I.		
9	9 Aggregate amount beneficially owned by each reporting person 2,250,000				
10	Check be	ox i	if the aggregate amount in Row (9) excludes certain shares		
11					

7.6%1

00

12 Type of reporting person

Based on a total of 29,518,533 shares outstanding as of December 31, 2016, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 21, 2017.

CUSIP No. 65487X			X102 Schedule 13G	Page 8 of 11
1	1 Name of r		porting person	
	NAN PE	NG	G SHEN ("NS")	
2	2 Check the appropriate box if a member of a group			
	(a) 🗆	(	(b) □	
3	SEC use	onl	ly	
4	Citizensh	ip (	or place of organization	
	HONG K	102	NG SAR	
		5	Sole voting power	
			376,809	
		6	Shared voting power	
Number of shares beneficially owned by			2,250,000 shares, of which 1,772,100 shares are directly held by SCC I, 203,625 shares are directly held by SCC PTRS shares are directly held by SCC PRIN I. NS is the Director of SNP, which is the Director of SCC HOLD, which is the GSCC MGMT I, which is the General Partner of each of SCC I, SCC PTRS I and SCC PRIN I. SCC HOLD is wholly ow company wholly owned by NS. NS disclaims beneficial ownership of all such shares except to the extent of his individual interest therein.	eneral Partner of ened by SNP, a
re	each eporting	7	Sole dispositive power	
	person		376,809	
	with	8	Shared dispositive power	
			2,250,000 shares, of which 1,772,100 shares are directly held by SCC I, 203,625 shares are directly held by SCC PTRS shares are directly held by SCC PRIN I. NS is the Director of SNP, which is the Director of SCC HOLD, which is the GSCC MGMT I, which is the General Partner of each of SCC I, SCC PTRS I and SCC PRIN I. SCC HOLD is wholly ow company wholly owned by NS. NS disclaims beneficial ownership of all such shares except to the extent of his individual interest therein.	eneral Partner of ned by SNP, a
9	Aggrega	e a	amount beneficially owned by each reporting person	
	2,626,809			
10	Check bo	x i	if the aggregate amount in Row (9) excludes certain shares	
11 Percent of class represented by amount in Row 9		lass represented by amount in Row 9		
	8.9%1			
12	Type of r	epc	orting person	
	IN			

Based on a total of 29,518,533 shares outstanding as of December 31, 2016, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 21, 2017.

ITEM 1.

(a) Name of Issuer: Noah Holdings Limited

(b) Address of Issuer's Principal Executive Offices:

No. 1687 Changyang Road, Changyang Valley, Building 2

Shanghai 200090

People's Republic of China

ITEM 2.

(a) Name of Persons Filing:

Sequoia Capital China I, L.P.

Sequoia Capital China Partners Fund I, L.P.

Sequoia Capital China Principals Fund I, L.P.

Sequoia Capital China Management I, L.P.

SC China Holding Limited

SNP China Enterprises Limited

Nan Peng Shen

SCC MGMT I is the General Partner of each of SCC I, SCC PTRS I and SCC PRIN I. SCC HOLD is the General Partner of SCC MGMT I. SNP is the Director of, and wholly owns, SCC HOLD. NS is the Director of, and wholly owns SNP.

Address of Principal Business Office or, if none, Residence:

2800 Sand Hill Road, Suite 101 Menlo Park, CA 94025

(c) Citizenship:

SCC MGMT I, SCC I, SCC PTRS I, SCC PRIN I, SCC HOLD: Cayman Islands

SNP: British Virgin Islands NS: Hong Kong SAR

(d) Title of Class of Ordinary Shares

Securities:

(e) CUSIP Number: 65487X102

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:

NOT APPLICABLE

ITEM 4. Ownership

SEE ROWS 5 THROUGH 11 OF COVER PAGES

#### ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.  $\Box$ 

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 CONTROL 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. CERTIFICATION

NOT APPLICABLE

### CUSIP No. 65487x102 Schedule 13G Page 11 of 11 Pages

#### **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: February 14, 2018

Sequoia Capital China I, L.P. Sequoia Capital China Partners Fund I, L.P. Sequoia Capital China Principals Fund I, L.P.

By: Sequoia Capital China Management I, L.P.

General Partner of each

By: SC China Holding Limited

its General Partner

By: /s/ Nan Peng Shen

Nan Peng Shen

Sequoia Capital China Management I, L.P.

By: SC China Holding Limited

its General Partner

By: /s/ Nan Peng Shen

Nan Peng Shen

SC China Holding Limited

By: /s/ Nan Peng Shen

Nan Peng Shen

SNP China Enterprises Limited

By: /s/ Nan Peng Shen

Nan Peng Shen, Owner and Director

/s/ Nan Peng Shen

Nan Peng Shen