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. 5)

Noah Holdings Limited

(Name of Issuer)

ORDINARY SHARES (Title of Class of Securities)

> 65487X102* (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:

 \Box Rule 13d-1(b)

 \Box 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

1	Name of reporting person		
	SEQUOIA CAPITAL CHINA I, L.P. ("SCC I")		
2			
	(a) (b) (c) (c) (c) (c) (c) (c) (c) (c		
3	SEC use only		
4	Citizenship or place of organization		
	CAYMAN ISLANDS		
	5 Sole voting power		
	umber of shares 0 6 Shared voting power		
	neficially		
	wned by 1,299,540		
	each 7 Sole dispositive power		
	eporting person 0		
	with 8 Shared dispositive power		
	1,299,540		
9	Aggregate amount beneficially owned by each reporting person		
	1,299,5401		
10	Check box if the aggregate amount in Row (9) excludes certain shares		
11	Percent of class represented by amount in Row 9		
11	reference of class represented by anothen now 5		
	6.4% ²		
12	Type of reporting person		
	PN		
	**1		

1

Represented by 2,599,080 American Depositary Shares. Based on a total of 20,235,183 shares outstanding as of December 31, 2017, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 30, 2018. 2

SEQUOIA CAPITAL CHINA PARTNERS FUND I, L.P. ("SCC PTRS I") 2 Check the appropriate box if a member of a group (a) □ (b) □ 3 SEC use only Image: Comparison of the appropriate of the approprise of the appropriate of the appropriate o	1	1 Name of reporting person			
2 Check the appropriate box if a member of a group (a) (b) (b) 3 SEC use only 4 Citizenship or place of organization 	-	i tuine oi	rep		
(a) (b) (c) 3 SEC use only 4 Citizenship or place of organization CAYMAN ISLANDS 5 Sole voting power 0 6 shares 6 beneficially 149,325 0 0 vith 8 Shared dispositive power 149,325 9 Aggregate amount beneficially owned by each reporting person 149,3251 10 Check box if the aggregate amount in Row (9) excludes certain shares					
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4 Citizenship or place of organization CAYMAN ISLANDS Number of shares beneficially owned by each reporting person 5 Sole voting power 0 149,325 7 Sole dispositive power 0 8 8 Shared dispositive power 149,325 149,325 9 Aggregate amount beneficially owned by each reporting person 149,3251 10 Check box if the aggregate amount in Row (9) excludes certain shares		(a) ⊔	(b) 🗆	
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Number of shares 5 Sole voting power 0 0 shares 6 Shared voting power beneficially 149,325 each 7 Sole dispositive power reporting 0 person 0 with 8 Shared dispositive power 149,325 149,325 9 Aggregate amount beneficially owned by each reporting person 149,3251 10 Check box if the aggregate amount in Row (9) excludes certain shares					
Number of shares 0 6 Shared voting power beneficially 149,325 each reporting person with 7 8 Shared dispositive power 149,325 9 Aggregate amount beneficially owned by each reporting person 10 Check box if the aggregate amount in Row (9) excludes certain shares		САҮМА			
Number of shares 6 Shared voting power beneficially 149,325 each 7 Sole dispositive power reporting 0 with 8 Shared dispositive power 149,325 149,325 9 Aggregate amount beneficially owned by each reporting person 10 Check box if the aggregate amount in Row (9) excludes certain shares			5	Sole voting power	
shares 6 Shared voting power beneficially 149,325 each 7 Sole dispositive power reporting 0 person 0 8 Shared dispositive power 149,325 9 Aggregate amount beneficially owned by each reporting person 10 Check box if the aggregate amount in Row (9) excludes certain shares	N	umbor of		0	
owned by each reporting person with 149,325 0 0 8 Shared dispositive power 149,325 149,325 9 Aggregate amount beneficially owned by each reporting person 149,3251 10 Check box if the aggregate amount in Row (9) excludes certain shares			6	Shared voting power	
each 7 Sole dispositive power reporting 0 person 0 with 8 Shared dispositive power 149,325 149,325 9 Aggregate amount beneficially owned by each reporting person 149,3251 10 Check box if the aggregate amount in Row (9) excludes certain shares					
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9 Aggregate amount beneficially owned by each reporting person 149,3251 10 Check box if the aggregate amount in Row (9) excludes certain shares		with	8	Shared dispositive power	
9 Aggregate amount beneficially owned by each reporting person 149,3251 10 Check box if the aggregate amount in Row (9) excludes certain shares					
149,3251 10 Check box if the aggregate amount in Row (9) excludes certain shares					
10 Check box if the aggregate amount in Row (9) excludes certain shares	9	Aggrega	te a	mount beneficially owned by each reporting person	
10 Check box if the aggregate amount in Row (9) excludes certain shares		149,3251			
	10			f the aggregate amount in Row (9) excludes certain shares	
		_			
	11		6		
11 Percent of class represented by amount in Row 9	11	Percent o	DT C	lass represented by amount in Row 9	
0.7%2		0.7%2			
12 Type of reporting person	12		epc	orting person	
PN		PN			

1 2

Represented by 298,650 American Depositary Shares. Based on a total of 20,235,183 shares outstanding as of December 31, 2017, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 30, 2018.

1	Name of reporting person			
	SEQUOIA CAPITAL CHINA PRINCIPALS FUND I, L.P. ("SCC PRIN I")			
2				
	(a) (b) (c) (c) (c) (c) (c) (c) (c) (c			
2	SEC use only			
3				
4	Citizenship or place of organization			
	CAYMAN ISLANDS			
	5 Sole voting power			
	Imber of shares 0 6 Shared voting power			
	neficially			
0	wned by 201,135			
re	each 7 Sole dispositive power			
	person 0			
	with 8 Shared dispositive power			
	201,135			
9	Aggregate amount beneficially owned by each reporting person			
10	201,135 ¹ Check box if the aggregate amount in Row (9) excludes certain shares			
10	Check box if the aggregate amount in NOW (3) excludes certain shares			
11	Percent of class represented by amount in Row 9			
	1.0%2			
12	Type of reporting person			
	PN			

Represented by 402,270 American Depositary Shares. Based on a total of 20,235,183 shares outstanding as of December 31, 2017, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 30, 2018. 1 2

1	1 Name of reporting person			
	SEQUOIA CAPITAL CHINA MANAGEMENT I, L.P. ("SCC MGMT I")			
2				
	(a) □ (b) □			
3	SEC use	onl	y	
4	Citizensl	nip	or place of organization	
	CAYMA	N I	SLANDS	
		5	Sole voting power	
			0	
	umber of	6	Shared voting power	
	shares neficially		1,650,000 shares, of which 1,299,540 shares are directly held by SCC I, 149,325 shares are directly held by SCC PTRS I and 201,135	
0	wned by each	7	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 PRIN I.	
re	each	7	Sole dispositive power	
	person with			
	WILII	8	Shared dispositive power	
			1,650,000 shares, of which 1,299,540 shares are directly held by SCC I, 149,325 shares are directly held by SCC PTRS I and 201,135 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 PRIN I.	
9	Aggrega	te a	mount beneficially owned by each reporting person	
	1,650,00	0		
10	Check be	ox i	f the aggregate amount in Row (9) excludes certain shares	
11	Percent o	of c	lass represented by amount in Row 9	
	8.2%1			
12		epc	prting person	
	PN			
	PN			

¹ Based on a total of 20,235,183 shares outstanding as of December 31, 2017, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 30, 2018.

1	1 Name of reporting person			
	SC CHINA HOLDING LIMITED ("SCC HOLD")			
2				
3	SEC use	onl	y	
4		-	or place of organization	
	CAYMA	N I	SLANDS	
		5	Sole voting power	
			0	
		6	Shared voting power	
be	umber of shares neficially wned by each eporting person		1,650,000 shares, of which 1,299,540 shares are directly held by SCC I, 149,325 shares are directly held by SCC PTRS I and 201,135 shares are directly held by SCC PRIN I. SCC HOLD is the General Partner of SCC MGMT I, which is the General Partner of each of SCC I, SCC PTRS I and SCC PRIN I.	
		7	Sole dispositive power 0	
	with	8	Shared dispositive power	
			1,650,000 shares, of which 1,299,540 shares are directly held by SCC I, 149,325 shares are directly held by SCC PTRS I and 201,135 shares are directly held by SCC PRIN I. SCC HOLD is the General Partner of 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			
	1,650,000			
10				
11	\mathbf{r}			
8.2%1 12 Type of reporting person				
12	Type of 1	repo	orting person	
	00			

¹ Based on a total of 20,235,183 shares outstanding as of December 31, 2017, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 30, 2018.

1 Name of reporting person				
SEQUOIA CAPITAL CHINA UR HOLDINGS LIMITED ("SCC UR")				
 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				
Number of 0				
shares 6 Shared voting power				
beneficially owned by 5,637				
each 7 Sole dispositive power				
person 0				
with 8 Shared dispositive power				
5,637				
9 Aggregate amount beneficially owned by each reporting person				
5,6371				
10 Check box if the aggregate amount in Row (9) excludes certain shares				
11 Percent of class represented by amount in Row 9				
Less than 0.1% ²				
12 Type of reporting person				
00				

Represented by 11,274 American Depositary Shares. Based on a total of 20,235,183 shares outstanding as of December 31, 2017, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 30, 2018. 1 2

1	1 Name of reporting person		
	SNP CHINA ENTERPRISES LIMITED ("SNP")		
2	2 Check the appropriate box if a member of a group		
	(a) 🗆	(b) 🗆
3	SEC use	on	y
4	Citizensh	nip	or place of organization
		-	
	BRITISH	Ŧν	IRGIN ISLANDS
		5	Sole voting power
			0
		6	Shared voting power
N	umber of		
	shares		1,650,000 shares, of which 1,299,540 shares are directly held by SCC I, 149,325 shares are directly held by SCC PTRS I and 201,135
	neficially		shares are directly held by SCC PRIN I. SNP is the Director of, and wholly owns, SCC HOLD. SCC HOLD is the General Partner of
	wned by		SCC MGMT I, which is the General Partner of each of SCC I, SCC PTRS I and SCC PRIN I.
	each	7	Sole dispositive power
re	eporting		
	person		0
	with	8	Shared dispositive power
			1,650,000 shares, of which 1,299,540 shares are directly held by SCC I, 149,325 shares are directly held by SCC PTRS I and 201,135
			shares are directly held by SCC PRIN I. SNP is the Director of, and wholly owns, SCC HOLD. SCC HOLD is the General Partner of
			SCC MGMT I, which is the General Partner of each of SCC I, SCC PTRS I and SCC PRIN I.
9			
	1,650,00		
10	Check bo	ox i	f the aggregate amount in Row (9) excludes certain shares
	_		
4.4		6	
11	Percent o	DI C	lass represented by amount in Row 9
	8.2%1		
12		epo	orting person
	-7 - 7 - 7 - 7 - 7 - 7 - 7 - 7 - 7 - 7	- P \	01
	00		
LI			

¹ Based on a total of 20,235,183 shares outstanding as of December 31, 2017, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 30, 2018.

1	1 Name of reporting person			
	NEIL NANPENG SHEN ("NS")			
2				
	(a) \Box (b) \Box			
3	SEC use	onl	ly	
4	Citizensh	ip	or place of organization	
	HONG K			
		5	Sole voting power	
			202,261 shares ¹	
		6	Shared voting power	
		U	Shared voting power	
N	umber of		1,655,637 shares, of which 1,299,540 shares are directly held by SCC I, 149,325 shares are directly held by SCC PTRS I, 201,135	
	shares		shares are directly held by SCC PRIN I and 5,637 shares are directly held by SCC UR. SNP is the Director of, and wholly owns, SCC	
be	neficially		HOLD. SCC HOLD is the General Partner of SCC MGMT I, which is the General Partner of each of SCC I, SCC PTRS I and SCC	
0	wned by		PRIN I. NS wholly owns each of SNP and SCC UR.	
	each	7	Sole dispositive power	
	reporting			
	person with		202,261 shares	
	wiui	8	Shared dispositive power	
			1,655,637 shares, of which 1,299,540 shares are directly held by SCC I, 149,325 shares are directly held by SCC PTRS I, 201,135 shares are directly held by SCC PRIN I and 5,637 shares are directly held by SCC UR. SNP is the Director of, and wholly owns, SCC	
			HOLD. SCC HOLD is the General Partner of SCC MGMT I, which is the General Partner of each of SCC I, SCC PTRS I and SCC	
			PRIN I. NS wholly owns each of SNP and SCC UR.	
9				
	1,857,898 shares			
10	Check box if the aggregate amount in Row (9) excludes certain shares			
11	Percent o	of c	lass represented by amount in Row 9	
10	9.2%2			
12	Type of r	epo	orting person	
	IN			

1 Represented by 404,523 American Depositary Shares.

² Based on a total of 20,235,183 shares outstanding as of December 31, 2017, as reported in the Issuer's 20-F filed with the Securities and Exchange Commission on April 30, 2018.

1.

ITEM

- (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 Sequoia Capital China UR Holdings Limited SNP China Enterprises Limited Neil Nanpeng 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 each of SCC UR and SNP.

(b) 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, SCC UR: 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.

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

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, 2019

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/ Neil Nanpeng Shen Neil Nanpeng Shen

Sequoia Capital China Management I, L.P.

By: SC China Holding Limited its General Partner

By: /s/ Neil Nanpeng Shen Neil Nanpeng Shen

SC China Holding Limited

By: /s/ Neil Nanpeng Shen Neil Nanpeng Shen

Sequoia Capital China UR Holdings Limited

By: /s/ Neil Nanpeng Shen Neil Nanpeng Shen

SNP China Enterprises Limited

By: /s/ Neil Nanpeng Shen Neil Nanpeng Shen, Owner and Director

/s/ Neil Nanpeng Shen

Neil Nanpeng Shen