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.)

Noah Holdings Limited
(Name of Issuer)
ORDINARY SHARES
(Title of Class of Securities)
65487X102
(CUSIP Number)
12/31/10

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- o Rule 13d-1(b)
- o Rule 13d-1(c)
- x Rule 13d-1(d)

(Continued on following pages)

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1	SEQUOIA CAPITA	NAME OF REPORTING PERSON SEQUOIA CAPITAL CHINA I, L.P. ("SCC I") I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 20-3514012							
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) 0 (b) x								
3	SEC USE ONLY	SEC USE ONLY							
4	CITIZENSHIP OR CAYMAN ISLAND		OF ORGANIZATION						
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		SOLE VOTING POWER 0						
			SHARED VOTING POWER 4,646,840	3					
	REPORTING PERSON WITH	7	SOLE DISPOSITIVE POW	ER					
WII	,,,,,,,	8	SHARED DISPOSITIVE PO 4,646,840	OWER					
)	F	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 4,646,840							
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES							
11	PERCENT OF CLA 16.6%	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9							
12	TYPE OF REPORT PN	ING PI	RSON						

Page 3 of 12 Pages	Page	e 3 o:	f 12	Pages
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1	SEQUOIA CAPITA	NAME OF REPORTING PERSON SEQUOIA CAPITAL CHINA PARTNERS FUND I, L.P. ("SCC PTRS I") I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 20-4387549							
2	CHECK THE APPR	OPRI.	ATE BOX IF A MEMBER OF A GROUE)					
			(a)		0	(b)	X		
3	SEC USE ONLY	SEC USE ONLY							
4	CITIZENSHIP OR PLACE OF ORGANIZATION CAYMAN ISLANDS								
	NUMBER OF SHARES	5	SOLE VOTING POWER 0						
	BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		SHARED VOTING POWER 533,950						
			SOLE DISPOSITIVE POWER 0						
			SHARED DISPOSITIVE POWER 533,950						
9	AGGREGATE AMO REPORTING PERS		BENEFICIALLY OWNED BY EACH 533,950						
10	CHECK BOX IF THE		GREGATE AMOUNT IN ROW (9) HARES				0		
11	PERCENT OF CLA 1.9%	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9							
12	TYPE OF REPORTI	NG P	ERSON						

Page	4	of	12	Pages
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1	SEQUOIA CAPITA	NAME OF REPORTING PERSON SEQUOIA CAPITAL CHINA PRINCIPALS FUND I, L.P. ("SCC PRIN I") I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 20-4887879							
2	CHECK THE APPR	OPRL	ATE BOX IF A MEMBER OF A GROU	P					
			(a))	0	(b)	X		
3	SEC USE ONLY	SEC USE ONLY							
4	CITIZENSHIP OR I CAYMAN ISLAND		E OF ORGANIZATION						
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		SOLE VOTING POWER 0						
			SHARED VOTING POWER 719,210						
	REPORTING PERSON WITH	7	SOLE DISPOSITIVE POWER 0						
		8	SHARED DISPOSITIVE POWER 719,210						
9	l l	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 719,210							
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES							
11	PERCENT OF CLA 2.6%	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9							
12	TYPE OF REPORTI	NG PI	ERSON						

1	SEQUOIA CAPITA	AME OF REPORTING PERSON EQUOIA CAPITAL CHINA MANAGEMENT I, L.P. ("SCC MGMT I") R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 0-3348112							
2	СНЕСК ТНЕ АРРИ	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) o (b) x							
3	SEC USE ONLY	SEC USE ONLY							
4		ITIZENSHIP OR PLACE OF ORGANIZATION AYMAN ISLANDS							
	NUMBER OF SHARES		SOLE VOTING POWER 0						
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		6	SHARED VOTING POWER 5,900,000 shares of which 4,646,840 shares are directly held by SCC I, 533,950 shares are directly held by SCC PTRS I and 719,210 shares are directly held by SCC PRIN I. SCC MGMT I is the General Partner of SCC I, SCC PTRS I and SCC PRIN I.						
	WIIII		SOLE DISPOSITIVE POWE 0	ER					
		8	SHARED DISPOSITIVE PC 5,900,000 shares of which 4, SCC I, 533,950 shares are dir 719,210 shares are directly he the General Partner of SCC I	646,840 sha rectly held eld by SCC	by SCC PRIN	PTRS I I. SCC N	and AGMT I is		
9	AGGREGATE AMOREPORTING PERS		BENEFICIALLY OWNED BY 1,900,000	EACH					
10	CHECK BOX IF THE EXCLUDES CERT		GREGATE AMOUNT IN ROW	(9)			0		
11		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9							
12	TYPE OF REPORT PN	ING PE	ERSON						

1	SC CHINA HOLDI	NAME OF REPORTING PERSON SC CHINA HOLDING LIMITED ("SCC HOLD") .R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) N/A							
2	CHECK THE APP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) 0 (b) x							
3	SEC USE ONLY	SEC USE ONLY							
4		CITIZENSHIP OR PLACE OF ORGANIZATION CAYMAN ISLANDS							
	NUMBER OF SHARES	5	SOLE VOTING POWER	R					
(BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		6 SHARED VOTING POWER 5,900,000 shares of which 4,646,840 shares are directly held b SCC I, 533,950 shares are directly held by SCC PTRS I and 719,210 shares are directly held by SCC PRIN I. SCC HOLD the General Partner of SCC MGMT I, which is the General Par of each of SCC I, SCC PTRS I and SCC PRIN I.						
			SOLE DISPOSITIVE PO	OWER					
			SHARED DISPOSITIVE 5,900,000 shares of whic SCC I, 533,950 shares an 719,210 shares are direct the General Partner of SC of each of SCC I, SCC P	h 4,646,840 sha e directly held ly held by SCC CC MGMT I, w	by SCC PRIN I hich is	PTRS I I. SCC I the Gene	and IOLD is		
9	AGGREGATE AM REPORTING PERS		BENEFICIALLY OWNED I 5,900,000	BY EACH					
10		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES							
11	PERCENT OF CLA 21.1%	ASS RE	PRESENTED BY AMOUNT	Γ IN ROW 9					
12	TYPE OF REPORT	ING PI	ERSON						

1	MAX WEALTH E	JAME OF REPORTING PERSON MAX WEALTH ENTERPRISES LIMITED ("MAX") R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) J/A							
2	CHECK THE APP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) 0 (b) x							
3	SEC USE ONLY	EC USE ONLY							
4	CITIZENSHIP OR BRITISH VIRGIN		E OF ORGANIZATION DS						
	NUMBER OF SHARES	5	SOLE VOTING POWER 0						
•	BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		SHARED VOTING POWER 5,900,000 shares of which 4,646,840 shares are directly held by SCC I, 533,950 shares are directly held by SCC PTRS I and 719,210 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. SCC HOLD is wholly owned by MAX.						
			SOLE DISPOSITIVE POWER 0						
		8	SHARED DISPOSITIVE POWER 5,900,000 shares of which 4,646,840 shares are directly held by SCC I, 533,950 shares are directly held by SCC PTRS I and 719,210 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. SCC HOLD is wholly owned by MAX.						
9	AGGREGATE AM REPORTING PERS		BENEFICIALLY OWNED BY EACH 5,900,000						
10	CHECK BOX IF T		GREGATE AMOUNT IN ROW (9) 0 HARES						
11	PERCENT OF CLA 21.1%	ASS RE	PRESENTED BY AMOUNT IN ROW 9						
12	TYPE OF REPORT	TING PE	ERSON						

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1	NAN PENG SHEN (NAME OF REPORTING PERSON NAN PENG SHEN ("NS") I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)						
2	CHECK THE APPRO	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) 0 (b) x						
3	SEC USE ONLY							
4	CITIZENSHIP OR P HONG KONG SAR	LACE OF	ORGANIZATION					
	NUMBER OF	5	SOLE VOTING POWER 0					
	SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER 5,900,000 shares of which 4,646,840 shares are directly held by SCC I, 533,950 shares are directly held by SCC PTRS I and 719,210 shares are directly held by SCC PRIN I. NS is a Managing Director of SCC HOLD, which 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. SCC HOLD is wholly owned by MAX, a company wholly owned by NS. NS disclaims beneficial ownership of all such shares except to the extent of his individual pecuniary interest therein.					
		7	SOLE DISPOSITIVE POWER 0					
		8	SHARED DISPOSITIVE POWER 5,900,000 shares of which 4,646,840 shares are directly held by SCC I, 533,950 shares are directly held by SCC PTRS I and 719,210 shares are directly held by SCC PRIN I. NS is a Managing Director of SCC HOLD, which 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. SCC HOLD is wholly owned by MAX, a company wholly owned by NS. NS disclaims beneficial ownership of all such shares except to the extent of his individual pecuniary interest therein.					
9	AGGREGATE AMO REPORTING PERSO		NEFICIALLY OWNED BY EACH 1,000					
10	CHECK BOX IF THE		EGATE AMOUNT IN ROW (9) 0 ES					
11		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9						
12	TYPE OF REPORTIN	NG PERS	ON					

ITEM 1.

(a) Name of Issuer: Noah Holdings Limited

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

6th Floor, Times Finance Center No. 68 Middle Yincheng Road Pudong, Shanghai 200120 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 Max Wealth Enterprises Limited

Nan Peng Shen

SCC MGMT I is the General Partner of SCC I, SCC PTRS I and SCC PRIN I. SCC HOLD is the General Partner of SCC MGMT I. SCC HOLD is wholly owned by MAX, a company wholly owned by NS. NS is a Managing Director of SCC HOLD.

(b) Address of Principal Business Office or, if none, Residence: 3000 Sand Hill Road, 4-250 Menlo Park, CA 94025

Citizenship:

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

Cayman Islands

NS: Hong Kong SAR

MAX: BRITISH VIRGIN ISLANDS

(c) Title of Class of Securities: Ordinary Shares

(d) 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. o

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

13 G

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 9, 2011

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., a Cayman Islands exempted limited partnership General Partner of Each

By: SC China Holding Limited, a Cayman Islands limited liability company Its General Partner

By: <u>/s/ Nan Peng Shen</u>
Nan Peng Shen, Managing Director

Sequoia Capital China Management I, L.P., a Cayman Islands exempted limited partnership

By: SC China Holding Limited, a Cayman Islands limited liability company Its General Partner

By: <u>/s/ Nan Peng Shen</u>
Nan Peng Shen, Managing Director

SC China Holding Limited, a Cayman Islands limited liability company

By: <u>/s/ Nan Peng Shen</u>
Nan Peng Shen, Managing Director

Max Wealth Enterprises Limited

By: <u>/s/ Nan Peng Shen</u>
Nan Peng Shen, Owner and Director

<u>/s/ Nan Peng Shen</u>
Nan Peng Shen

EXHIBIT 1 AGREEMENT AS TO JOINT FILING OF SCHEDULE 13G

The undersigned hereby agree that the Schedule 13G relating to the ordinary shares of Noah Holdings Limited, and any further amendments thereto, to which this Agreement as to Joint Filing of Schedule 13G is attached as an exhibit is filed on behalf of each of them pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

Date: February 9, 2011

Seguoia 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., a Cayman Islands exempted limited partnership General Partner of Each

By: SC China Holding Limited, a Cayman Islands limited liability company Its General Partner

By: /s/ Nan Peng Shen Nan Peng Shen, Managing Director

Sequoia Capital China Management I, L.P., a Cayman Islands exempted limited partnership

> By: SC China Holding Limited, a Cayman Islands limited liability company Its General Partner

By: /s/ Nan Peng Shen Nan Peng Shen, Managing Director

SC China Holding Limited, a Cayman Islands limited liability company

By: /s/ Nan Peng Shen Nan Peng Shen, Managing Director

Max Wealth Enterprises Limited

By: /s/ Nan Peng Shen Nan Peng Shen, Owner and Director

/s/ Nan Peng Shen

Nan Peng Shen