

Xunlei Ltd
Form SC 13G/A
February 12, 2018

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 3)*

Xunlei Limited
(Name of Issuer)

Common Shares and American Depositary Shares (“ADSs”)
(Title of Class of Securities)

98419E108²
(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)

þ Rule 13d-1(d)

*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 Each American Depositary Share represents five (5) Common Shares.

² This CUSIP number applies to the Issuer's ADSs.

CUSIP No. 98419E108

Names of Reporting Persons

1. IDG Technology Venture Investment III, L.P.

Check the Appropriate Box if a Member of a Group (See Instructions)

- (a)
2. (b)

SEC Use Only

- 3.

Citizenship or Place of Organization

4. Delaware

Sole Voting Power

5.0

Shared Voting Power

6.
0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

Sole Dispositive Power

7.
0

Shared Dispositive
Power

8.
0

Aggregate Amount Beneficially Owned by Each Reporting Person

9. 0

Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

10. ⁰

11. Percent of Class Represented by Amount in Row (9)

0%

Type of Reporting Person (See Instructions)

12.PN

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CUSIP No. 98419E108

Names of Reporting Persons

1. IDG Technology Venture Investment III, LLC

Check the Appropriate Box if a Member of a Group (See Instructions)

- (a)
2. (b)

SEC Use Only

3.

Citizenship or Place of Organization

4. Delaware

Sole Voting Power

5. 0

Shared Voting Power

6. 0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

Sole Dispositive Power

7. 0

Shared Dispositive Power

8. 0

Aggregate Amount Beneficially Owned by Each Reporting Person

9. 0

Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

10. ⁰

11. Percent of Class Represented by Amount in Row (9)

0%

Type of Reporting Person (See Instructions)

12.PN

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CUSIP No. 98419E108

Names of Reporting Persons

1. IDG Technology Venture Investment IV, L.P.

Check the Appropriate Box if a Member of a Group (See Instructions)

- (a)
2. (b)

SEC Use Only

3.

Citizenship or Place of Organization

4. Delaware

Sole Voting Power

5. 0

Shared Voting Power

6. 0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

Sole Dispositive Power

7. 0

Shared Dispositive Power

8. 0

Aggregate Amount Beneficially Owned by Each Reporting Person

9. 0

Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

10.

11. Percent of Class Represented by Amount in Row (9)

0%

Type of Reporting Person (See Instructions)

12.PN

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CUSIP No. 98419E108

Names of Reporting Persons

1. IDG Technology Venture Investment IV, LLC

Check the Appropriate Box if a Member of a Group (See Instructions)

- (a)
2. (b)

SEC Use Only

3.

Citizenship or Place of Organization

4. Delaware

Sole Voting Power

5.0

Shared Voting Power

6.
0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

Sole Dispositive Power

7.
0

Shared Dispositive
Power

8.
0

Aggregate Amount Beneficially Owned by Each Reporting Person

9. 0

Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

10. ⁰

11. Percent of Class Represented by Amount in Row (9)

0%

Type of Reporting Person (See Instructions)

12.PN

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CUSIP No. 98419E108

Names of Reporting Persons

1. IDG Technology Venture Investment V, L.P.

Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

2.

(b)

SEC Use Only

3.

Citizenship or Place of Organization

4. Delaware

Sole Voting Power

5. 0

Shared Voting Power

6. 0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

Sole Dispositive Power

7. 0

Shared Dispositive Power

8. 0

Aggregate Amount Beneficially Owned by Each Reporting Person

9. 0

Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

10.

11. Percent of Class Represented by Amount in Row (9)

0%

Type of Reporting Person (See Instructions)

12.PN

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CUSIP No. 98419E108

Names of Reporting Persons

1. IDG Technology Venture Investment V, LLC

Check the Appropriate Box if a Member of a Group (See Instructions)

- (a)
2. (b)

SEC Use Only

3.

Citizenship or Place of Organization

4. Delaware

Sole Voting Power

5. 0

Shared Voting Power

6. 0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

Sole Dispositive Power

7. 0

Shared Dispositive Power

8. 0

Aggregate Amount Beneficially Owned by Each Reporting Person

9. 0

Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

10.

11. Percent of Class Represented by Amount in Row (9)

0%

Type of Reporting Person (See Instructions)

12.PN

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CUSIP No. 98419E108

Names of Reporting Persons

1. Quan Zhou

Check the Appropriate Box if a Member of a Group (See Instructions)

- (a)
2. (b)

SEC Use Only

- 3.

Citizenship or Place of Organization

4. The United States of America

Sole Voting Power

5. 0

Shared Voting Power

6. 0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

Sole Dispositive Power

7. 0

Shared Dispositive Power

8. 0

Aggregate Amount Beneficially Owned by Each Reporting Person

9. 0

Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

10.

11. Percent of Class Represented by Amount in Row (9)

0%

Type of Reporting Person (See Instructions)

12.IN

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CUSIP No. 98419E108

Names of Reporting Persons

1. Chi Sing Ho

Check the Appropriate Box if a Member of a Group (See Instructions)

- (a)
2. (b)

SEC Use Only

- 3.

Citizenship or Place of Organization

4. Canada

Sole Voting Power

5. 0

Shared Voting Power

6. 0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

Sole Dispositive Power

7. 0

Shared Dispositive Power

8. 0

Aggregate Amount Beneficially Owned by Each Reporting Person

9. 0

Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

10.

11. Percent of Class Represented by Amount in Row (9)

0%

Type of Reporting Person (See Instructions)

12.IN

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Item 1(a). Name of Issuer

Xunlei Limited

Item 1(b). Address of Issuer's Principal Executive Offices

4/F, Hans Innovation Mansion, North Ring Road

No. 9018 High-Tech Park, Nanshan District

Shenzhen, 518057

People's Republic of China

Item 2(a). Name of Persons Filing

1.IDG Technology Venture Investment III, L.P.

2.IDG Technology Venture Investment III, LLC

3.IDG Technology Venture Investment IV, L.P.

4.IDG Technology Venture Investment IV, LLC

5.IDG Technology Venture Investment V, L.P.

6.IDG Technology Venture Investment V, LLC

7.Quan Zhou

8.Chi Sing Ho

The above persons have agreed that this statement may be filed by IDG Technology Venture Investment III, L.P. (“IDG Investment III LP”), IDG Technology Venture Investment IV, L.P. (“IDG Investment IV LP”) and IDG Technology Venture Investment V, L.P. (“IDG Investment V LP”) on behalf of all of them jointly pursuant to Rule 13d-1(k). A copy of such agreement is attached as an exhibit to this statement.

Each of IDG Investment III, LP, IDG Investment IV, LP and IDG Investment V, LP is a limited partnership organized under the laws of the State of Delaware. The general partner of IDG Investment III LP is IDG Technology Venture Investment III, LLC (“IDG Investment III LLC”), a limited liability partnership organized under the laws of the State of Delaware. The general partner of IDG Investment IV LP is IDG Technology Venture Investment IV, LLC (“IDG Investment IV LLC”), a limited liability partnership organized under the laws of the State of Delaware. The general partner of IDG Investment V LP is IDG Technology Venture Investment V, LLC (“IDG Investment V LLC”), a limited liability partnership organized under the laws of the State of Delaware. The managing members of each of IDG Investment III LLC, IDG Investment IV LLC and IDG Investment V LLC are Chi Sing Ho and Quan Zhou.

Item 2(b). Address of Principal Business Office or, If None, Residence

For all reporting persons:

c/o IDG Capital Management (HK) Limited.

Unit 5505, The Center

99 Queen’s Road Central

Hong Kong

Item 2(c). Citizenship

Quan Zhou is a citizen of the United States of America. Chi Sing Ho is a citizen of Canada. Each of IDG Investment III LP, IDG Investment IV LP, IDG Investment V LP, IDG Investment III LLC, IDG Investment IV LLC and IDG Investment V LLC is organized under the laws of the State of Delaware.

Item 2(d). Title of Class of Securities

Common Shares, par value \$0.00025 per share (“Common Shares”).

Item 2(e). CUSIP Number

98419E108 (ADSs)

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 (15 U.S.C. 78o);

(b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);

(c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);

(d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);

(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);

(g) o A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);

(h) o A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i) o A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j) o A non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J);

(k) o 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 information for each reporting person contained in Items 5-11 of the cover pages is incorporated herein by reference.

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 5 percent of the class of securities, check the following .

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

N/A.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

N/A.

Item 8. Identification and Classification of Members of the Group.

N/A.

Item 9. Notice of Dissolution of Group.

N/A.

Item 10. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held 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, other than activities solely in connection with a nomination under § 240.14a-11.

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 12, 2018

**IDG Technology Venture
Investment III L.P.**

By: IDG Technology Venture
Investment III LLC,

its General Partner

By: /s/ Quan ZHOU
Name: Quan ZHOU
Title: Authorized Signatory

**IDG Technology Venture
Investment IV L.P.**

By: IDG Technology Venture
Investment IV LLC,

its General Partner

By: /s/ Quan ZHOU
Name: Quan ZHOU
Title: Authorized Signatory

**IDG Technology Venture
Investment V L.P.**

By: IDG Technology Venture
Investment V LLC,

its General Partner

By: /s/ Quan ZHOU
Name: Quan ZHOU
Title: Authorized Signatory

