

LightInTheBox Holding Co., Ltd.
Form SC 13G
February 12, 2014

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934 *

LightInTheBox Holding Co., Ltd.

(Name of Issuer)

Ordinary Shares, par value US\$0.000067 per share

(Title of Class of Securities)

53225G102(1)

(CUSIP Number)

Law Debenture Corporate Services Inc.

400 Madison Avenue, 4th Floor

New York, New York 10017

+1(212)750-6474

(Name, Address and Telephone Number of Person

Authorized to Receive Notices and Communications)

December 31, 2013

(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)

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* 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 disclosures provided in a prior cover page.

The information required on 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) This CUSIP number applies to the Issuer's American Depositary Shares, each representing two Ordinary Shares.

CUSIP No. 53225G102

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- | | |
|-----|--|
| 1. | Names of Reporting Persons
Focus China Holdings Limited |
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions)
(a) <input type="radio"/>
(b) <input checked="" type="radio"/> |
| 3. | SEC Use Only |
| 4. | Citizenship or Place of Organization
British Virgin Islands |
| 5. | Sole Voting Power
5,333,334 Ordinary Shares |
| 6. | Shared Voting Power
0 |
| 7. | Sole Dispositive Power
5,333,334 Ordinary Shares |
| 8. | Shared Dispositive Power
0 |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person
5,333,334 Ordinary Shares |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="radio"/>
Not applicable |
| 11. | Percent of Class Represented by Amount in Row (9)
5.2% |
| 12. | Type of Reporting Person (See Instructions)
CO |

Number of Shares Beneficially Owned by Each Reporting Person With

CUSIP No. 53225G102

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- | | |
|-----|--|
| 1. | Names of Reporting Persons
Xiaoping Xu |
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions)
(a) <input type="radio"/>
(b) <input checked="" type="radio"/> |
| 3. | SEC Use Only |
| 4. | Citizenship or Place of Organization
Canada |
| 5. | Sole Voting Power
5,333,334 Ordinary Shares |
| 6. | Shared Voting Power
0 |
| 7. | Sole Dispositive Power
5,333,334 Ordinary Shares |
| 8. | Shared Dispositive Power
0 |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person
5,333,334 Ordinary Shares |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="radio"/>
Not applicable |
| 11. | Percent of Class Represented by Amount in Row (9)
5.2% |
| 12. | Type of Reporting Person (See Instructions)
IN |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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Item 1.

- (a) Name of Issuer
LightInTheBox Holding Co., Ltd.
- (b) Address of Issuer's Principal Executive Offices
Building 2, Area D, Floor 1-2, Diantong Times Square

No. 7 Jiuxianqiao North Road

Chaoyang District, Beijing 100020

People's Republic of China

Item 2.

- (a) Name of Person Filing
This schedule is filed by and on behalf of:
- 1 Focus China Holdings Limited
- (b) 2 Xiaoping Xu
Address of the Principal Office or, if none, Residence
1 Focus China Holdings Limited Trinity Chambers, P.O. Box 4301, Road
Town, Tortola, British Virgin Islands.

2 Xiaoping Xu Suite 525, China World Trade Tower 1, 1
Jianguomenwai Avenue,

Chaoyang District, Beijing 100004, China
- (c) Citizenship
1 Focus China Holdings Limited British Virgin Islands
- (d) 2 Xiaoping Xu Canada
Title of Class of Securities
Ordinary Shares
- (e) CUSIP Number
53225G102

Item 3.

If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:
Not applicable.

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Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

	Reporting Person	Amount beneficially owned	Percent of class	Sole power to vote or direct the vote	Shared power to vote or to direct the vote	Sole power to dispose or to direct the disposition of	Shared power to dispose or to direct the disposition of
1	Focus China Holdings Limited	5,333,334	5.2%	5,333,334	0	5,333,334	0
2	Xiaoping Xu	5,333,334	5.2%	5,333,334	0	5,333,334	0

Focus China Holdings Limited is the record holder of 5,333,334 Ordinary Shares of the Issuer. Focus China Holdings Limited is wholly owned by Xiaoping Xu. Mr. Xu has voting and investment power with respect to these Ordinary Shares.

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.

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

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

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SIGNATURES

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.

Date: February 12, 2014

Focus China Holdings Limited

/s/ Xiaoping Xu

Signature

Name: Xiaoping Xu

Title: Authorized Signatory

Xiaoping Xu

/s/ Xiaoping Xu

Signature