

LightInTheBox Holding Co., Ltd.
Form SC 13G
February 13, 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)

* 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.

Edgar Filing: LightInTheBox Holding Co., Ltd. - Form SC 13G

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

13G

- | | | | | | | | | | |
|-------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|------------------------------------------------|----|--------------------------|----|-----------------------------------------------------|----|-------------------------------|
| 1. | Names of Reporting Persons
Liang Zhang | | | | | | | | |
| 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
People's Republic of China | | | | | | | | |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | <table border="0"> <tr> <td style="vertical-align: top;">5.</td> <td style="vertical-align: top;">Sole Voting Power
6,542,541 Ordinary Shares</td> </tr> <tr> <td style="vertical-align: top;">6.</td> <td style="vertical-align: top;">Shared Voting Power
0</td> </tr> <tr> <td style="vertical-align: top;">7.</td> <td style="vertical-align: top;">Sole Dispositive Power
6,542,541 Ordinary Shares</td> </tr> <tr> <td style="vertical-align: top;">8.</td> <td style="vertical-align: top;">Shared Dispositive Power
0</td> </tr> </table> | 5. | Sole Voting Power
6,542,541 Ordinary Shares | 6. | Shared Voting Power
0 | 7. | Sole Dispositive Power
6,542,541 Ordinary Shares | 8. | Shared Dispositive Power
0 |
| 5. | Sole Voting Power
6,542,541 Ordinary Shares | | | | | | | | |
| 6. | Shared Voting Power
0 | | | | | | | | |
| 7. | Sole Dispositive Power
6,542,541 Ordinary Shares | | | | | | | | |
| 8. | Shared Dispositive Power
0 | | | | | | | | |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person
6,542,541 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)
6.4% | | | | | | | | |
| 12. | Type of Reporting Person (See Instructions)
IN | | | | | | | | |

CUSIP No. 53225G102

13G

1. Names of Reporting Persons
I.R.S. Identification Nos. of Above Persons (Entities Only)

Clinet Investments Limited
 2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b)
 3. SEC Use Only
 4. Citizenship or Place of Organization
British Virgin Islands
- | | | |
|-------------------------------------------------------------------------------------|----|-----------------------------------------------------|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
6,542,541 Ordinary Shares |
| | 6. | Shared Voting Power
0 |
| | 7. | Sole Dispositive Power
6,542,541 Ordinary Shares |
| | 8. | Shared Dispositive Power
0 |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
6,542,541 Ordinary Shares
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not applicable
 11. Percent of Class Represented by Amount in Row (9)
6.4%
 12. Type of Reporting Person (See Instructions)
CO

Edgar Filing: LightInTheBox Holding Co., Ltd. - Form SC 13G

CUSIP No. 53225G102

13G

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 Liang Zhang

2 Clinet Investments Limited

(b) Address of the Principal Office or, if none, Residence

1 Liang Zhang Room 452, Unit 3, 1/F, Fuli Unit, No. 33 Beiwa West St., Haidian District, Beijing, People's Republic of China

2 Clinet Investments Limited Palm Grove House, P.O. Box 438, Road Town, Tortola, British Virgin Islands.

(c) Citizenship

1 Liang Zhang People's Republic of China

2 Clinet Investments Limited British Virgin Islands

(d) 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.

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.

CUSIP No. 53225G102

13G

	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	Liang Zhang	6,542,541	6.4%	6,542,541	0	6,542,541	0
2	Clinet Investments Limited	6,542,541	6.4%	6,542,541	0	6,542,541	0

Clinet Investments Limited is the record holder of 6,542,541 Ordinary Shares of the Issuer. Clinet Investments Limited is wholly owned by Liang Zhang. Mr. Zhang 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

CUSIP No. 53225G102

13G

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 13, 2014

Liang Zhang

/s/ Liang Zhang

Signature

Clinet Investments Limited

/s/ Liang Zhang

Signature

Name: Liang Zhang

Title: Director