

NetEase, Inc.
Form SC 13G/A
February 14, 2014

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 6)*

NetEase, Inc.

(Name of Issuer)

Ordinary shares, par value \$0.0001 per share

(Title of Class of Securities)

64110W102 ()**

(CUSIP Number)

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 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 Instructions).

CUSIP No.: 64110W102 (**)

1	NAME OF REPORTING PERSON
	Orbis Investment Management Limited
	("OIML")
	Orbis Asset Management Limited

("OAML")
Orbis Investment Management (B.V.I.)
Limited ("OIML BVI")

I.R.S. IDENTIFICATION NO. OF
ABOVE PERSON (ENTITIES ONLY)

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP

2

(a) ☒
(b) ☐

3

SEC USE ONLY

CITIZENSHIP OR PLACE OF
ORGANIZATION

4

OAML and OIML are companies
organized under the laws of Bermuda.
OIML BVI is a company organized under
the laws of the British Virgin Islands.

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

5 SOLE VOTING POWER
414,663,500

6 SHARED VOTING POWER
0

7 SOLE DISPOSITIVE POWER
414,663,500

8 SHARED DISPOSITIVE POWER
0

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

9

OAML - 1,335,775
OIML BVI - 68,291,200
OIML - 345,036,525

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES ☐

10

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)

11

12.8%

TYPE OF REPORTING PERSON
FI (OIML, OIML BVI), OO (OAML)

12

CUSIP No.: 64110W102 (**)

ITEM 1(a). NAME OF
ISSUER:

NetEase, Inc.

ADDRESS OF
ISSUER'S

ITEM 1(b). PRINCIPAL
EXECUTIVE
OFFICES:

NetEase
Building, No.
599 Wangshang
Road
Binjiang
District,
Hangzhou,
310052
People's
Republic of
China

ITEM 2(a). NAME OF
PERSON
FILING:

Orbis
Investment
Management
Limited
Orbis Asset
Management
Limited
Orbis
Investment
Management
(B.V.I.) Limited

ITEM 2(b). ADDRESS OF
PRINCIPAL
BUSINESS
OFFICE OR, IF
NONE,
RESIDENCE:

Orbis House, 25
Front Street,
Hamilton HM
11, Bermuda

ITEM 2(c). CITIZENSHIP:

OAML and
OIML are
companies
organized under
the laws of
Bermuda. OIML
BVI is a
company
organized under
the laws of the
British Virgin
Islands.

ITEM 2(d). TITLE OF
CLASS OF
SECURITIES:

Ordinary shares,
par value
\$0.0001 per
share

ITEM 2(e). CUSIP
NUMBER:

64110W102
(**)

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTION 240.13d-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. 78c);
- (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 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ 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) ☒ A non-U.S. institution in accordance with 240.13d-1(b)(1)(ii)(J); for OIML and OIML BVI
☒ Group, in accordance with 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution
- (k) in accordance with 240.13d1(b)(1)(ii)(J), please specify the type of institution: equivalent to IA (only for OIML and OIML BVI)

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.

(a) Amount beneficially owned:

OAML - 1,335,775

OIML BVI - 68,291,200

OIML - 345,036,525

(b) Percent of class:

12.8%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

414,663,500

(ii) Shared power to vote or to direct the vote:

0

(iii) Sole power to dispose or to direct the disposition of:

414,663,500

(iv) Shared power to dispose or to direct the disposition of:

0

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:

Other persons have the right to receive and the power to direct the receipt of dividends from, or the proceeds from the sale of 345,036,525

ordinary shares of
NetEase, Inc.,
beneficially owned
by OIML.

Another person has
the right to receive
and the power to
direct the receipt of
dividends from, or
the proceeds from the
sale of 68,291,200
ordinary shares of
NetEase, Inc.,
beneficially owned
by OIML BVI.

Other persons have
the right to receive
and the power to
direct the receipt of
dividends from, or
the proceeds from the
sale of 1,335,775
ordinary shares of
NetEase, Inc.,
beneficially owned
by OAML.

IDENTIFICATION
AND
CLASSIFICATION
OF THE
SUBSIDIARY
ITEM 7. WHICH ACQUIRED
THE SECURITY
BEING REPORTED
ON BY THE
PARENT HOLDING
COMPANY:

IDENTIFICATION
AND
ITEM 8. CLASSIFICATION
OF MEMBERS OF
THE GROUP:

OIML, OIML BVI
and OAML are
together making this

filing because they may be deemed to constitute a "group" for the purposes of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended. Information with respect to each of OIML, OIML BVI and OAML (collectively, the "Reporting Persons") is given solely by each such Reporting Person and no Reporting Person has responsibility for the accuracy or completeness of information supplied by the other Reporting Person.

OIML is the beneficial owner of 345,036,525 ordinary shares or 10.7% of the 3,235,666,156 ordinary shares of NetEase, Inc. believed to be outstanding.

OIML BVI is the beneficial owner of 68,291,200 ordinary shares or 2.1% of the 3,235,666,156 ordinary shares of NetEase, Inc. believed to be outstanding.

OAML is the beneficial owner of 1,335,775 ordinary shares or 0.0% of the 3,235,666,156

ordinary shares of
NetEase, Inc.
believed to be
outstanding.

ITEM 9. NOTICE OF
DISSOLUTION OF
GROUP:

ITEM 10. CERTIFICATION:

By signing below I
certify that, to the
best of my knowledge
and belief, the
securities referred to
above were acquired
and are held in the
ordinary course of
business and 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.

By signing below I
certify that, to the
best of my knowledge
and belief, the foreign
regulatory schemes
applicable to Orbis
Investment
Management Limited
and Orbis Investment
Management (B.V.I.)
Limited are

substantially
comparable to the
regulatory scheme
applicable to the
functionally
equivalent U.S.
institution(s). I also
undertake to furnish
to the Commission
staff, upon request,
information that
would otherwise be
disclosed in a
Schedule 13D.

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.

February 14, 2014

Date

Orbis Investment Management Limited

Orbis Investment Management (B.V.I.) Limited

Orbis Asset Management Limited

/s/ James Dorr

Signature

James Dorr, General Counsel

Name/Title

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).
CUSIP No.: 64110W102 (**)

Exhibit A

CUSIP No. 64110W102 (**)- The CUSIP number applies to the Issuer's American Depositary Shares, each representing 25 ordinary shares. References to the ordinary shares herein refer to the Issuers American Depositary Shares.