# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## SCHEDULE 13G

(Rule 13d-102) Information to be Included in Statements Filed Pursuant to § 240.13d-1(b), (c) and (d) and Amendments Thereto Filed **Pursuant to § 240.13d-2** 

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No. 4)\*

# Futu Holdings Limited (Name of Issuer)

Class A ordinary shares, par value US\$0.00001 per share (Title of Class of Securities)

> 36118L 106\*\* (CUSIP Number)

December 31, 2023 (Date of Event Which Requires Filing of this Statement)

☐ Rule 13d-1(b)						
☐ Rule 13d-1(c)						
⊠ Rule 13d-1(d)						
	☐ Rule 13d-1(c)	☐ Rule 13d-1(c)	□ Rule 13d-1(c)	□ Rule 13d-1(c)	□ Rule 13d-1(c)	□ Rule 13d-1(c)

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

- 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.
- CUSIP number 36118L 106 has been assigned to the American Depositary Shares ("ADSs") of the issuer, which are quoted on The Nasdaq Stock Market LLC under the symbol "FUTU." Each ADS represents eight Class A ordinary shares of the issuer.

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	Name of Reporting Persons						
	Leaf Hua	Leaf Hua Li					
2	Check the	Check the Appropriate Box if a Member of a Group					
	(a) $\Box$ (	b) 🖺					
3	SEC Use						
4	Citizenshi	ip or Place of Organization					
	People's Republic of China						
	5	Sole Voting Power					
		100 00 C 7 CO(1)					
Number of		403,836,568 <sup>(1)</sup>					
Shares	6	Shared Voting Power					
Beneficially							
Owned by Each	7	0 Sole Dispositive Power					
Reporting	/	Sole Dispositive Power					
Person	403,836,568 <sup>(1)</sup>						
With	8	Shared Dispositive Power					
	0	Shared Dispositive Power					
		0					
9	Aggregate Amount Beneficially Owned by Each Reporting Person						
	403,836,568 <sup>(1)</sup>						
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares						
11							
11	Percent of Class Represented by Amount in Row 9						
	$36.6\%^{(2)}$						
	The voting power of the shares beneficially owned represent 63.1% <sup>(2)</sup> of the total outstanding voting power.						
12	Type of Reporting Person						
12	Type of K	Type of Reporting Leison					
	IN						

<sup>(1)</sup> Represents 202,812,500 Class B ordinary shares and 100,000,000 Class A ordinary shares (including 50,000,000 Class A ordinary shares in the form of ADSs) held by Lera Ultimate Limited, a company incorporated in the British Virgin Islands, 36,937,500 Class B ordinary shares and 64,000,000 Class A ordinary shares (in the form of ADSs) held by Lera Infinity Limited, a company incorporated in the British Virgin Islands, and 86,568 Class A ordinary shares (in the form of ADSs) held by Leaf Hua Li. Both Lera Ultimate Limited and Lera Infinity Limited are controlled by Mr. Leaf Hua Li through family trusts. Under the terms of the family trusts, Mr. Li has the sole power to direct the retention or disposal of, and the exercise of any voting and other rights attached to the shares held by Lera Ultimate Limited and Lera Infinity Limited in the Issuer. Each holder of Class A ordinary shares is entitled to one vote per share and each holder of Class B ordinary shares is entitled to twenty votes per share on all matters submitted to them for vote. Class B ordinary shares are convertible at any time by the holder thereof into Class A ordinary shares on a one-for-one basis. Class A ordinary shares are not convertible into Class B ordinary shares under any circumstances.

<sup>(2)</sup> Calculation is based on (i) 746,797,804 Class A ordinary shares and (ii) 355,552,051 Class B ordinary shares that were issued and outstanding as of December 31, 2023.

1	Name of Reporting Persons				
	Lera Ultimate Limited				
2	Check the Appropriate Box if a Member of a Group (a) □ (b) □				
2					
3	SEC Use Only				
4	Citizenship or Place of Organization				
	British Virgin Islands				
	5	Sole Voting Power			
Number of		302,812,500 <sup>(1)</sup>			
Shares Beneficially	6	Shared Voting Power			
Owned by		0			
Each Reporting	7	Sole Dispositive Power			
Person		302,812,500 <sup>(1)</sup>			
With	8	Shared Dispositive Power			
		0			
9	Aggrega	ate Amount Beneficially Owned by Each Reporting Person			
	302,812,500 <sup>(1)</sup>				
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares □				
11	Percent of Class Represented by Amount in Row 9				
	27.5% <sup>(2)</sup>				
		ing power of the shares beneficially owned represent $52.9\%^{(2)}$ of the total outstanding voting power.			
12		Reporting Person			
	co				

<sup>(1)</sup> Represents 202,812,500 Class B ordinary shares and 100,000,000 Class A ordinary shares (including 50,000,000 Class A ordinary shares in the form of ADSs) held by Lera Ultimate Limited.

<sup>(2)</sup> Calculation is based on (i) 746,797,804 Class A ordinary shares and (ii) 355,552,051 Class B ordinary shares that were issued and outstanding as of December 31, 2023.

1	Name of Reporting Persons				
	Lera Infinity Limited				
2	Check the Appropriate Box if a Member of a Group				
3	(a) □ (b) □ SEC Use Only				
3	SEC Use Only				
4	Citizenship or Place of Organization				
	British Virgin Islands				
	5	Sole Voting Power			
Number of		100,937,500 <sup>(1)</sup>			
Shares	6	Shared Voting Power			
Beneficially					
Owned by Each	7	0 Sole Dispositive Power			
Reporting	,	Sole Dispositive I ower			
Person		$100,937,500^{(1)}$			
With	8	Shared Dispositive Power			
9	Aggreg	ate Amount Beneficially Owned by Each Reporting Person			
	155105ate 1 intount Denoticing 6 wheat by Euch Reporting 1 015011				
	100,937,500 <sup>(1)</sup>				
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares □				
11	Percent of Class Represented by Amount in Row 9				
	9.2%(2)				
	The voting power of the shares beneficially owned represent $10.2\%^{(2)}$ of the total outstanding voting power.				
12		Reporting Person			
	co				

<sup>(1)</sup> Represents 36,937,500 Class B ordinary shares and 64,000,000 Class A ordinary shares (in the form of ADSs) held by Lera Infinity Limited.

<sup>(2)</sup> Calculation is based on (i) 746,797,804 Class A ordinary shares and (ii) 355,552,051 Class B ordinary shares that were issued and outstanding as of December 31, 2023.

#### Item 1(a). Name of Issuer:

Futu Holdings Limited (the "Issuer")

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

11/F, Bangkok Bank Building. No. 18 Bonham Strand W, Sheung Wan, Hong Kong S.A.R., People's Republic of China.

#### Item 2(a). Name of Person Filing:

- (i) Leaf Hua Li
- (ii) Lera Ultimate Limited
- (iii) Lera Infinity Limited (collectively, the "Reporting Persons")

#### Item 2(b). Address of Principal Business Office or, if none, Residence:

Leaf Hua Li

c/o 11/F, Bangkok Bank Building

No. 18 Bonham Strand W, Sheung Wan

Hong Kong S.A.R., People's Republic of China

Lera Ultimate Limited

c/o 11/F, Bangkok Bank Building

No. 18 Bonham Strand W, Sheung Wan

Hong Kong S.A.R., People's Republic of China

Lera Infinity Limited

c/o 11/F, Bangkok Bank Building

No. 18 Bonham Strand W, Sheung Wan

Hong Kong S.A.R., People's Republic of China

#### Item 2(c) Citizenship:

Leaf Hua Li - People's Republic of China Lera Ultimate Limited - British Virgin Islands Lera Infinity Limited - British Virgin Islands

## Item 2(d). Title of Class of Securities:

Class A ordinary shares, par value US\$0.00001 per share, of the Issuer

The Issuer's ordinary shares consist of Class A ordinary shares and Class B ordinary shares. Each holder of Class A ordinary shares is entitled to one vote per share and each holder of Class B ordinary shares is entitled to twenty votes per share on all matters submitted to them for a vote. Class B ordinary shares are convertible at any time by the holder thereof into Class A ordinary shares on a one-for-one basis. Class A ordinary shares are not convertible into Class B ordinary shares under any circumstances.

## Item 2(e). CUSIP Number:

36118L 106

This CUSIP number applies to the American depositary shares (the "ADSs") of the Issuer, each ADS representing eight Class A ordinary shares of the Issuer, par value US\$0.00001 per share.

### Item 3. If this statement is filed pursuant to §§ 240.13d-1(b), or 240.13d-2(b) or (c), check whether the persons filing is a:

Not applicable

#### Item 4. Ownership:

	Amount beneficially	Percent of	Percent of aggregate voting	Sole power to vote or direct	Shared power to vote or to direct	Sole power to dispose or to direct the disposition	Shared power to dispose or to direct the disposition
Reporting Person	owned:(1)	class:(1)	power:(1)	the vote:(1)	the vote:	of: <sup>(1)</sup>	of:
Leaf Hua Li	403,836,568	36.6%	63.1%	403,836,568	0	403,836,568	0
Lera Ultimate Limited	302,812,500	27.5%	52.9%	302,812,500	0	302,812,500	0
Lera Infinity Limited	100,937,500	9.2%	10.2%	100,937,500	0	100,937,500	0

<sup>(1)</sup> Represents (i) 202,812,500 Class B ordinary shares and 100,000,000 Class A ordinary shares (including 50,000,000 Class A ordinary shares in the form of ADSs) held by Lera Ultimate Limited, a company incorporated in the British Virgin Islands, (ii) 36,937,500 Class B ordinary shares and 64,000,000 Class A ordinary shares (in the form of ADSs) held by Lera Infinity Limited, a company incorporated in the British Virgin Islands, and (iii) 86,568 Class A ordinary shares (in the form of ADSs) held by Leaf Hua Li. Both Lera Ultimate Limited and Lera Infinity Limited are controlled by Mr. Leaf Hua Li through family trusts. Under the terms of the family trusts, Mr. Li has the sole power to direct the retention or disposal of, and the exercise of any voting and other rights attached to the shares held by Lera Ultimate Limited and Lera Infinity Limited in the Issuer. Calculation is based on (i) 746,797,804 Class A ordinary shares and (ii) 355,552,051 Class B ordinary shares that were issued and outstanding as of December 31, 2023. Each holder of Class A ordinary shares is entitled to one vote per share and each holder of Class B ordinary shares is entitled to twenty votes per share on all matters submitted to them for vote.

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 or Controlling 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.	Certifications:
	Not applicable

#### LIST OF EXHIBITS

## **Exhibit No. Description**

<u>A.</u> <u>Jo</u>

Joint Filing Agreement (incorporated by reference to Exhibit A to the Schedule 13G filed with the Securities and Exchange Commission by the Reporting Persons with respect to the Issuer on February 14, 2020)

#### **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 6, 2024

#### LEAF HUA LI

/s/ Leaf Hua Li

## LERA ULTIMATE LIMITED

By: /s/ Imelda Ojong

/s/ Heng Liqi Jase

Name: Imelda Ojong / Heng Liqi Jase

for and on behalf of Excel Future Management Limited

Title: Director

#### LERA INFINITY LIMITED

By: /s/ Imelda Ojong

/s/ Heng Liqi Jase

Name: Imelda Ojong / Heng Liqi Jase

for and on behalf of Excel Future Management Limited

Title: Director