

KONGZHONG CORP
Form SC 13G
February 10, 2011

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

SCHEDULE 13G

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

KongZhong Corporation
(Name of Issuer)
Ordinary Shares
(Title of Class of Securities)
50047P104
(CUSIP Number)
December 31, 2010
(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 the Notes).

CUSIP No. 50047P104

1 NAMES OF REPORTING PERSONS
FANG, Shin

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a) o
(b) p

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Hong Kong, People's Republic of China

5 SOLE VOTING POWER
NUMBER OF 89,484,000

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 89,484,000

8 SHARED DISPOSITIVE POWER
WITH:

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
89,484,000

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.92%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

CUSIP No. 50047P104

1 NAMES OF REPORTING PERSONS
SF Capital Ltd

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
British Virgin Islands

5 SOLE VOTING POWER
NUMBER OF 89,484,000

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 89,484,000

8 SHARED DISPOSITIVE POWER
WITH:

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
89,484,000

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.92%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

SCHEDULE 13G

Item 1(a) Name of Issuer.

KongZhong Corporation

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

35th Floor, Tengda Plaza, No. 168 Xizhimenwai Street, Haidian District, Beijing 100044, China

Item 2(a) Name of Person Filing.

SF Capital Ltd and FANG, Shin

Item 2(b) Address of Principal Business Office.

Room 3511 Bank of America Tower, 12 Harcourt Road, Hong Kong

Item 2(c) Place of Organization/Citizenship

British Virgin Islands and Hong Kong, People's Republic of China

Item 2(d) Title of Class of Securities.

Ordinary Shares

Item 2(e) CUSIP Number.

50047P104

Item 3 Reporting Person.

Not applicable

Item 4 Ownership.

89,484,000

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.

FANG, Shin owns 100% of SF Capital Ltd. Mr. Fang owns the securities indirectly through SF Capital Ltd.

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

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.

Date: 31st January 2011

By: /s/ FANG Shin

Name: FANG, Shin

Title: Director, SF Capital Ltd