

McGovern Patrick J
Form SC 13G/A
February 08, 2013

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

SCHEDULE 13G/A
Under the Securities Exchange Act of 1934

(Amendment No. 5)*
KONGZHONG CORPORATION
(Name of Issuer)

Ordinary Shares, Par Value US\$0.0000005 Per Share ("Shares") and
American Depositary Shares ("ADSs")¹
(Title of Class of Securities)

50047P1042
(CUSIP Number)

December 31, 2012
(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.

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).

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- 1 Each American Depositary Share represents 40 Shares.
 - 2 This CUSIP number applies to the Issuer's ADSs.

CUSIP No. 50047P104

1. Names of Reporting Persons
IDG-Accel China Growth Fund II L.P.
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
Cayman Islands
5. Sole Voting Power
66,556,800 Shares and 656,530 ADSs, each representing 40 Shares(1)
6. Shared Voting Power
5,443,200 Shares and 53,699 ADSs, each representing 40 Shares(2)
7. Sole Dispositive Power
66,556,800 Shares and 656,530 ADSs, each representing 40 Shares(1)
8. Shared Dispositive Power
5,443,200 Shares and 53,699 ADSs, each representing 40 Shares(2)
9. Aggregate Amount Beneficially Owned by Each Reporting Person
72,000,000 Shares and 710,229 ADSs, each representing 40 Shares
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
6.0%(3)
12. Type of Reporting Person (See Instructions)
PN

(1) By virtue of being the general partner of the Reporting Person and the persons controlling such general partner, IDG-Accel China Growth Fund II Associates L.P., IDG-Accel China Growth Fund GP II Associates Ltd., Chi Sing Ho and Quan Zhou acting together may also be deemed to have sole voting and dispositive power with respect to these securities.

(2) IDG-Accel China Investors II L.P. is the record owner of these securities. The Reporting Person and IDG-Accel China Investors II L.P. have the same ultimate general partner, IDG-Accel China Growth Fund GP II Associates Ltd. By virtue of this affiliation, the Reporting Person may be deemed to be under common control with IDG-Accel China Investors II L.P. and thus share voting and dispositive power with respect to these securities.

(3) Based upon 1,661,939,143 Shares outstanding as of December 31, 2011 as reported in the Issuer's annual report on Form 20-F for the fiscal year ended December 31, 2011 filed on April 16, 2012.

CUSIP No. 50047P104

1. Names of Reporting Persons
IDG-Accel China Growth Fund II Associates L.P.
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
Cayman Islands

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	Sole Voting Power 66,556,800 Shares and 656,530 ADSs, each representing 40 Shares(1)
	6.	Shared Voting Power 5,443,200 Shares and 53,699 ADSs, each representing 40 Shares(2)
	7.	Sole Dispositive Power 66,556,800 Shares and 656,530 ADSs, each representing 40 Shares(1)
	8.	Shared Dispositive Power 5,443,200 Shares and 53,699 ADSs, each representing 40 Shares(2)

9. Aggregate Amount Beneficially Owned by Each Reporting Person
72,000,000 Shares and 710,229 ADSs, each representing 40 Shares
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
6.0%(3)
12. Type of Reporting Person (See Instructions)
PN

(1) The record owner of these securities is IDG-Accel China Growth Fund II L.P. By virtue of being the general partner of IDG-Accel China Growth Fund II L.P., the Reporting Person may be deemed to have sole voting and dispositive power with respect to these securities.

(2) IDG-Accel China Investors II L.P. is the record owner of these securities. The Reporting Person and IDG-Accel China Investors II L.P. have the same general partner, IDG-Accel China Growth Fund GP II Associates Ltd. By virtue of this affiliation, the Reporting Person may be deemed to be under common control with IDG-Accel China Investors II L.P. and thus share voting and dispositive power with respect to these securities.

(3) Based upon 1,661,939,143 Shares outstanding as of December 31, 2011 as reported in the Issuer's annual report on Form 20-F for the fiscal year ended December 31, 2011 filed on April 16, 2012.

CUSIP No. 50047P104

1. Names of Reporting Persons
IDG-Accel China Growth Fund GP II Associates Ltd.
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
Cayman Islands

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	Sole Voting Power 72,000,000 Shares and 710,229 ADSs, each representing 40 Shares(1)
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 72,000,000 Shares and 710,229 ADSs, each representing 40 Shares(1)
	8.	Shared Dispositive Power 0

9. Aggregate Amount Beneficially Owned by Each Reporting Person
72,000,000 Shares and 710,229 ADSs, each representing 40 Shares
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
6.0%(2)
12. Type of Reporting Person (See Instructions)
CO

(1) Including 66,556,800 Shares and 656,530 ADSs of which the record owner is IDG-Accel China Growth Fund II L.P. and 5,443,200 Shares and 53,699 ADSs of which the record owner is IDG-Accel China Investors II L.P. By virtue of being the ultimate general partner of both record owners, the Reporting Person may be deemed to have sole

voting and dispositive power with respect to all these securities.

(2) Based upon 1,661,939,143 Shares outstanding as of December 31, 2011 as reported in the Issuer's annual report on Form 20-F for the fiscal year ended December 31, 2011 filed on April 16, 2012.

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CUSIP No. 50047P104

1. Names of Reporting Persons
IDG-Accel China Investors II L.P.
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
Cayman Islands

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON WITH

- | | |
|----|---|
| 5. | Sole Voting Power
5,443,200 Shares and 53,699 ADSs, each
representing 40 Shares(1) |
| 6. | Shared Voting Power
66,556,800 Shares and 656,530 ADSs, each
representing 40 Shares(2) |
| 7. | Sole Dispositive Power
5,443,200 Shares and 53,699 ADSs, each
representing 40 Shares(1) |
| 8. | Shared Dispositive Power
66,556,800 Shares and 656,530 ADSs, each
representing 40 Shares(2) |

9. Aggregate Amount Beneficially Owned by Each Reporting Person
72,000,000 Shares and 710,229 ADSs, each representing 40 Shares
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
6.0%(3)
12. Type of Reporting Person (See Instructions)
PN

- (1) By virtue of being the general partner of the Reporting Person and the persons controlling such general partner, IDG-Accel China Growth Fund GP II Associates Ltd., Chi Sing Ho and Quan Zhou acting together may also be deemed to have sole voting and dispositive power with respect to these securities.
- (2) IDG-Accel China Growth Fund II L.P. is the record owner of these securities. IDG-Accel China Growth Fund II L.P. and the Reporting Person have the same ultimate general partner, IDG-Accel China Growth Fund GP II Associates Ltd. By virtue of this affiliation, the Reporting Person may be deemed to be under common control with IDG-Accel China Growth Fund II L.P. and thus share voting and dispositive power with respect to these securities.
- (3) Based upon 1,661,939,143 Shares outstanding as of December 31, 2011 as reported in the Issuer's annual report on Form 20-F for the fiscal year ended December 31, 2011 filed on April 16, 2012.

CUSIP No. 50047P104

1. Names of Reporting Persons
Patrick J. McGovern

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
United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	Sole Voting Power 0
	6.	Shared Voting Power 0
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 0

9. Aggregate Amount Beneficially Owned by Each Reporting Person
0

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
0

12. Type of Reporting Person (See Instructions)
IN

CUSIP No. 50047P104

1. Names of Reporting Persons
Quan Zhou

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
United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	Sole Voting Power 0
	6.	Shared Voting Power 72,000,000 Shares and 710,229 ADSs, each representing 40 Shares(1)
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 72,000,000 Shares and 710,229 ADSs, each representing 40 Shares(1)

9. Aggregate Amount Beneficially Owned by Each Reporting Person
72,000,000 Shares and 710,229 ADSs, each representing 40 Shares

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
6.0%(2)

12. Type of Reporting Person (See Instructions)
IN

(1) Including 66,556,800 Shares and 656,530 ADSs of which the record owner is IDG-Accel China Growth Fund II L.P. and 5,443,200 Shares and 53,699 ADSs of which the record owner is IDG-Accel China Investors II L.P. The

ultimate general partner of both record owners is IDG-Accel China Growth Fund GP II Associates Ltd., of which the Reporting Person and Chi Sing Ho are directors. By virtue of acting together to direct the management and operations of IDG-Accel China Growth Fund GP II Associates Ltd., the Reporting Person and Chi Sing Ho may be deemed to have shared voting and dispositive power with respect to all these securities.

(2) Based upon 1,661,939,143 Shares outstanding as of December 31, 2011 as reported in the Issuer's annual report on Form 20-F for the fiscal year ended December 31, 2011 filed on April 16, 2012.

CUSIP No. 50047P104

1. Names of Reporting Persons
Chi Sing Ho

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
Canada

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	Sole Voting Power 0
	6.	Shared Voting Power 72,000,000 Shares and 710,229 ADSs, each representing 40 Shares(1)
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 72,000,000 Shares and 710,229 ADSs, each representing 40 Shares(1)

9. Aggregate Amount Beneficially Owned by Each Reporting Person
72,000,000 Shares and 710,229 ADSs, each representing 40 Shares

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
6.0%(2)

12. Type of Reporting Person (See Instructions)