## SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

## **SCHEDULE 13D**

(Rule 13d-101)

Information to be included in Statements Filed Pursuant to Rule 13d-1(a) and Amendments Thereto Filed Pursuant to Rule 13d-2(a)

Under the Securities Exchange Act of 1934 (Amendment No. 8)\*

# **Sohu.com Limited**

(Name of Issuer)

Ordinary Shares, \$0.001 par value (Title of Class of Securities)

83410S108 (CUSIP Number)

Dr. Charles Zhang Sohu.com Media Plaza Block 3, No. 2 Kexueyuan South Road Haidian District Beijing 100190 China Tel: 86-10-6272-6666

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

January 14, 2022 (Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is subject to this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. □
<b>Note:</b> Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other

\* 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.

parties to whom copies are to be sent.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purposes 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).

(Continued on following pages)

(Page 1 of 6 Pages)

1.	NAME OF REPORTING PERSON			
	Photon Group Limited			
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)			
	(a) □ (b) ⊠			
3.				
3.	SEC USE ONLY			
4.	SOURCE OF FUNDS (See Instructions)			
	WC			
5.				
٥.	3. GILCK IF DISCLOSURE OF LEGAL FROCEEDINGS IS REQUIRED FORSOANT TO TIEMS 2(d) OR 2(e)			
6.	CITIZENSHIP OR PLACE OF ORGANIZATION			
	British Virgin Islands			
		7.	SOLE VOTING POWER	
NUMBER OF			10,276,676 Ordinary Shares	
SHARES		8.	SHARED VOTING POWER	
BENEFICIALLY				
OWNED BY EACH			0	
REPORTING		9.	SOLE DISPOSITIVE POWER	
PERSON			10.27C C7C O.J.: Channel	
WITH		10.	10,276,676 Ordinary Shares SHARED DISPOSITIVE POWER	
		10.	SHARED DISTOSITIVE FOWER	
			0	
11.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12.	10,276,676 Ordinary Shares			
12.	. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
13.				
	26.1%			
14.	TYPE OF REPORTING PERSON (See Instructions)			
	CO			
	==			

### **Amendment No. 8 to Schedule 13D**

This Amendment No. 8 (this "Amendment") amends the Schedule 13D filed by Photon Group Limited, a British Virgin Islands corporation ("Photon"), with the Securities and Exchange Commission (the "SEC") on June 16, 2004, as amended by Amendment No. 1 filed with the SEC on April 1, 2010 ("Amendment No. 1"), by Amendment No. 2 filed with the SEC on July 8, 2011 ("Amendment No. 2"), by Amendment No. 3 filed with the SEC on April 10, 2017, by Amendment No. 4 filed with the SEC on June 8, 2018 ("Amendment No. 4"), by Amendment No. 5 filed with the SEC on September 21, 2018 ("Amendment No. 5"), by Amendment No. 6 filed with the SEC on December 20, 2018 ("Amendment No. 6"), and by Amendment No. 7 filed with the SEC on June 21, 2019 ("Amendment No. 7"). The original Schedule 13D of Photon, as amended by Amendment No. 1, Amendment No. 2, Amendment No. 3, Amendment No. 4, Amendment No. 5, Amendment No. 6, and Amendment No. 7, is hereinafter referred to as the "Initial Statement."

#### Item 3. Source and Amount of Funds or Other Consideration.

Item 3 of the Initial Statement is supplemented as follows:

The following are transactions by Photon in ordinary shares, par value \$0.001 per share ("Ordinary Shares"), of Sohu.com Limited, a Cayman Islands company (the "Issuer"), that have occurred since the filing of the Initial Statement:

- During March 2020, Photon purchased on the open market an aggregate of 207,722 American depositary shares ("ADS"), each representing one Ordinary Share, consisting of (i) 104,237 ADSs purchased on March 12, 2020 for a purchase price of \$8.29 per ADS; and (ii) 103,485 ADSs purchased on March 13, 2020 for a purchase price of \$8.69 per ADS (collectively, the "March 2020 Purchases"); and
- From December 1, 2021 to January 14, 2022, Photon purchased on the open market an aggregate of 355,847 ADSs, consisting of (i) 14,347 ADSs purchased on December 1, 2021 for a purchase price of \$16.76 per ADS; (ii) 14,347 ADSs purchased on December 2, 2021 for a purchase price of \$16.36 per ADS; (iii) 14,347 ADSs purchased on December 3, 2021 for a purchase price of \$15.37 per ADS; (iv) 17,594 ADSs purchased on December 6, 2021 for a purchase price of \$15.54 per ADS; (v) 17,594 ADSs purchased on December 7, 2021 for a purchase price of \$16.35 per ADS; (vi) 17,594 ADSs purchased on December 8, 2021 for a purchase price of \$17.10 per ADS; (vii) 17,594 ADSs purchased on December 9, 2021 for a purchase price of \$17.38 per ADS; (viii) 17,594 ADSs purchased on December 10, 2021 for a purchase price of \$17.37 per ADS; (ix) 19,650 ADSs purchased on December 13, 2021 for a purchase price of \$16.70 per ADS; (x) 19,650 ADSs purchased on December 14, 2021 for a purchase price of \$16.63 per ADS; (xi) 19,650 ADSs purchased on December 16,

2021 for a purchase price of \$16.48 per ADS; (xiii) 16,236 ADSs purchased on December 31, 2021 for a purchase price of \$16.67 per ADS; (xiv) 13,958 ADSs purchased on January 3, 2022 for a purchase price of \$16.83 per ADS; (xv) 13,958 ADSs purchased on January 4, 2022 for a purchase price of \$16.53 per ADS; (xvi) 13,958 ADSs purchased on January 5, 2022 for a purchase price of \$16.64 per ADS; (xvii) 13,958 ADSs purchased on January 6, 2022 for a purchase price of \$16.64 per ADS; (xviii) 13,958 ADSs purchased on January 7, 2022 for a purchase price of \$16.84 per ADS; (xxi) 12,042 ADSs purchased on January 10, 2022 for a purchase price of \$16.54 per ADS; (xx) 12,042 ADSs purchased on January 11, 2022 for a purchase price of \$17.24 per ADS; (xxi) 12,042 ADSs purchased on January 12, 2022 for a purchase price of \$17.39 per ADS; (xxii) 12,042 ADSs purchased on January 14, 2022 for a purchase price of \$17.33 per ADS (together with the March 2020 Purchases, the "Purchases").

## Item 4. <u>Purpose of the Transaction</u>.

Item 4 of the Initial Statement is hereby supplemented as follows:

Photon made the Purchases for investment purposes.

#### Item 5. <u>Interest in Securities of the Issuer.</u>

Item 5 of the Initial Statement is hereby amended and restated to read in its entirety as follows:

(a) Amount Beneficially Owned:

As of the date of this Amendment, Photon beneficially owns 10,276,676 Ordinary Shares.

Percent of Class: 26.1%

The foregoing percentage is calculated based on 39,306,323 Ordinary Shares of the Issuer outstanding as of December 31, 2020 as reported in the Issuer's Annual Report on Form 20-F for the year ended December 31, 2020, filed by the Issuer with the SEC on March 18, 2021.

- (b) Number of shares as to which Photon has:
  - (i) sole power to vote or to direct the vote: 10,276,676 Ordinary Shares.
  - (ii) shared power to vote or to direct the vote: None
  - (iii) sole power to dispose or to direct the disposition of: 10,276,676 Ordinary Shares.
  - (iv) shared power to dispose or to direct the disposition of: None

- (c) The following transactions have been effected during the past 60 days:
  - See Item 3.
- (d) Not applicable.
- (e) 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.

Dated: January 21, 2022

## PHOTON GROUP LIMITED

By: /s/ Charles Zhang
Name: Charles Zhang
Title: Director