

21Vianet Group, Inc.  
Form SC 13G  
February 13, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**(Amendment No.    )\***

**21Vianet Group, Inc.**  
**(Name of Issuer)**

**Class A Ordinary Shares, \$0.00001 par value per share**  
**(Title of Class of Securities)**

**90138A103**  
**(CUSIP Number)**

**December 31, 2011**  
**(Date of Event Which Requires Filing of this Statement)**

Edgar Filing: 21Vianet Group, Inc. - Form SC 13G

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 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).

CUSIP No. 90138A103

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1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

**Cisco Systems International B.V. ( CSIBV )**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

**Netherlands**

5 SOLE VOTING POWER

NUMBER OF

**0**

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

**5,713,822 (1)\***

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

**0**

8 SHARED DISPOSITIVE POWER

WITH

**5,713,822 (1)\***

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**5,713,822 (1)\***

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

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

**6.0%\*\***

12 TYPE OF REPORTING PERSON

**CO**

- (1) Shared with the other Reporting Persons (defined below) solely by virtue of the fact that CSIBV, the record holder of these shares, is a direct wholly owned subsidiary of Cisco Systems Netherlands Holdings B.V. and an indirect wholly owned subsidiary of each other Reporting Person.
- \* Represents 5,313,820 Class B Ordinary Shares of the Issuer and 66,667 American Depositary Shares ( **ADS** ). Each Class B Ordinary Share is convertible at any time into one Class A Ordinary Share without further consideration and each ADS represents six Class A Ordinary Shares at any time without further consideration.
- \*\* Based on (i) 89,700,000 of the Issuer's Class A Ordinary Shares outstanding and (ii) 244,515,330 of the Issuer's Class B Ordinary Shares outstanding. Issuer's Class A Ordinary Shares outstanding and Class B Ordinary Shares outstanding are each set forth in the Issuer's Prospectus, filed with the the Securities and Exchange Commission (the Commission ) on April 21, 2011 (after giving effect to the full exercise of the over-allotment option described therein as announced by the Issuer on April 28, 2011).

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1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

**Cisco Systems Netherlands Holdings B.V. ( CSNH )**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

**Netherlands**

5 SOLE VOTING POWER

NUMBER OF

**0**

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

**5,713,822 (2)\***

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

**0**

8 SHARED DISPOSITIVE POWER

WITH

**5,713,822 (2)\***

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**5,713,822 (2)\***

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

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

**6.0%\*\***

12 TYPE OF REPORTING PERSON

**CO**

- (2) Represents shares of the Issuer's Class B Ordinary Shares shared with the other Reporting Persons, solely by virtue of the fact that CSIBV, the record holder of these shares, is a direct wholly owned subsidiary of CSNH and an indirect wholly owned subsidiary of each other Reporting Person. Each of the Reporting Persons other than CSIBV disclaims beneficial ownership of the shares pursuant to Rule 13d-4.
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1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

**Cisco Systems International SARL ( CSI )**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

**Switzerland**

5 SOLE VOTING POWER

NUMBER OF

**0**

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

**5,713,822 (2)\***

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

**0**

8 SHARED DISPOSITIVE POWER

WITH

**5,713,822 (2)\***

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**5,713,822 (2)\***

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

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

**6.0%\*\***

12 TYPE OF REPORTING PERSON

**CO**

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1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

**Cisco Systems (Bermuda) Ltd ( CSBL )**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

**Bermuda**

5 SOLE VOTING POWER

NUMBER OF

**0**

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

**5,713,822 (2)\***

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

**0**

8 SHARED DISPOSITIVE POWER

WITH

**5,713,822 (2)\***

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**5,713,822 (2)\***

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

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

**6.0%\*\***

12 TYPE OF REPORTING PERSON

**CO**

- (2) Represents shares of the Issuer's Class B Ordinary Shares shared with the other Reporting Persons, solely by virtue of the fact that CSIBV, the record holder of these shares, is a direct wholly owned subsidiary of CSNH and an indirect wholly owned subsidiary of each other Reporting Person. Each of the Reporting Persons other than CSIBV disclaims beneficial ownership of the shares pursuant to Rule 13d-4.
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1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

**Cisco Systems International Holdings Ltd. ( CSIHL )**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

**Bermuda**

5 SOLE VOTING POWER

NUMBER OF

**0**

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

**5,713,822 (2)\***

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

**0**

8 SHARED DISPOSITIVE POWER

WITH

**5,713,822 (2)\***

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**5,713,822 (2)\***

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

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

**6.0%\*\***

12 TYPE OF REPORTING PERSON

**CO**

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1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

**Cisco Systems Global Holdings Ltd. ( CSGHL )**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

**Bermuda**

5 SOLE VOTING POWER

NUMBER OF

**0**

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

**5,713,822 (2)\***

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

**0**

8 SHARED DISPOSITIVE POWER

WITH

**5,713,822 (2)\***

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**5,713,822 (2)\***

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

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

**6.0%\*\***

12 TYPE OF REPORTING PERSON

**CO**

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1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

**Cisco Worldwide Holdings Ltd. ( CWHL )**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

**Bermuda**

5 SOLE VOTING POWER

NUMBER OF

**0**

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

**5,713,822 (2)\***

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

**0**

8 SHARED DISPOSITIVE POWER

WITH

**5,713,822 (2)\***

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**5,713,822 (2)\***

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

**6.0%\*\***

12 TYPE OF REPORTING PERSON

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1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

**Cisco Technology, Inc. ( CTI )**

I.R.S. Identification No. 77-0462351

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐ (b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

**State of California**

5 SOLE VOTING POWER

NUMBER OF

**0**

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

**5,713,822 (2)\***

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

**0**

8 SHARED DISPOSITIVE POWER

WITH

**5,713,822 (2)\***

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**5,713,822 (2)\***

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

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

**6.0%\*\***

12 TYPE OF REPORTING PERSON

**CO**

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1 NAMES OF REPORTING PERSONS/I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)