

New Oriental Education & Technology Group Inc.  
Form SC 13G/A  
February 10, 2010

# **SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

## **SCHEDULE 13G**

### **(Rule 13d-102)**

**Information to Be Included in Statements Filed Pursuant to Rules 13d-1 (b), (c) and (d) and**

**Amendments Thereto Filed Pursuant To 13d-2**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 3)\***

## **New Oriental Education & Technology Group Inc.**

**(Name of issuer)**

**Common Shares**

**(Title of class of securities)**

**G6470A 10 8**

**(CUSIP number)**

**December 31, 2009**

**(Date of event which requires filing of this statement)**

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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. G6470A 10 8

1 Name of reporting person

Tigerstep Developments Limited ( Tigerstep )

2 Check the appropriate box if a member of a group

(a)  (b)

3 SEC use only

4 Citizenship or place of organization

British Virgin Islands

5 Sole voting power

Number of shares beneficially owned by each reporting person with 28,640,000 common shares, which consist of (i) 28,400,000 common shares and (ii) American depositary shares that represent 240,000 common shares. Tigerstep may be deemed to have sole voting power with respect to these shares. Bamei Li may also be deemed to have sole voting power with respect to the above shares.

6 Shared voting power

owned by 0

7 Sole dispositive power

reporting person

with 28,640,000 common shares, which consist of (i) 28,400,000 common shares and (ii) American depositary shares that represent 240,000 common shares. Tigerstep may be deemed to have sole dispositive power with respect to these shares. Bamei Li may also be deemed to have sole dispositive power with respect to the above shares.

8 Shared dispositive power

0

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9 Aggregate amount beneficially owned by each reporting person

28,640,000 ordinary shares

10 Check box if the aggregate amount in Row (9) excludes certain shares

11 Percent of class represented by amount in Row 9

18.72%

12 Type of reporting person

CO

CUSIP No. G6470A 10 8

1 Names of reporting person

Bamei Li

2 Check the appropriate box if a member of a group

(a) " (b) "

3 SEC use only

4 Citizenship or place of organization

People's Republic of China

5 Sole voting power

Number of shares beneficially owned by each reporting person 28,640,000 common shares, which consist of (i) 28,400,000 common shares and (ii) American depositary shares that represent 240,000 common shares. Tigerstep may be deemed to have sole voting power with respect to these shares. Bamei Li may also be deemed to have sole voting power with respect to the above shares.

6 Shared voting power

owned by each reporting person 0  
7 Sole dispositive power

with 28,640,000 common shares, which consist of (i) 28,400,000 common shares and (ii) American depositary shares that represent 240,000 common shares. Tigerstep may be deemed to have sole dispositive power with respect to these shares. Bamei Li may also be deemed to have sole dispositive power with respect to the above shares.

8 Shared dispositive power

0

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9 Aggregate amount beneficially owned by each reporting person

28,640,000 common shares

10 Check if the aggregate amount in Row (9) excludes certain shares

11 Percent of class represented by amount in Row 9

18.72%

12 Type of reporting person

IN

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

New Oriental Education & Technology Group Inc. (the Issuer )

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

No. 6 Hai Dian Zhong Street,

Haidian District, Beijing 100080,

People's Republic of China

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

Tigerstep Developments Limited

Bamei Li

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

Tigerstep Developments Limited

c/o Michael Minhong Yu

No. 6 Hai Dian Zhong Street,

Haidian District, Beijing 100080,

People's Republic of China

Bamei Li

c/o Michael Minhong Yu

No. 6 Hai Dian Zhong Street,

Haidian District, Beijing 100080,

People's Republic of China

**Item 2 (c). Citizenship:**

Tigerstep Developments Limited British Virgin Islands

Bamei Li People's Republic of China

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

Common Shares

**Item 2 (e). CUSIP Number:**

G6470A 10 8

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

Not applicable

**Item 4. Ownership:**

The following information with respect to the ownership of the Ordinary Shares of the issuer by each of the reporting persons is provided as of December 31, 2009:

Reporting Person	Amount beneficially owned:	Percent of class:	Sole power to vote or direct the vote:	Shared power to vote or to direct the vote:	Sole power to dispose or to direct the disposition of:	Shared power to dispose or to direct the disposition of:
Tigerstep Developments Limited	28,640,000	18.72%	28,640,000	0	28,640,000	0
Bamei Li	28,640,000	18.72%	28,640,000	0	28,640,000	0

As of December 31, 2009, Tigerstep Developments Limited, a British Virgin Islands company, was the beneficial owner of 28,640,000 common shares of the Issuer, which consisted of (i) 28,240,000 common shares and (ii) American depositary shares that represent 240,000 common shares. Bamei Li is the sole owner and director of Tigerstep Developments Limited. Pursuant to Section 13(d) of the Securities Exchange Act of 1934, as amended (the Exchange Act), and the rules promulgated thereunder, Bamei Li may be deemed to beneficially own all of the shares held by Tigerstep Developments Limited.

Bamei Li and Michael Minhong Yu are mother and son. Michael Minhong Yu may be deemed to have beneficial ownership of the shares held by Bamei Li. Michael Minhong Yu expressly disclaims such beneficial ownership of the shares beneficially owned by Bamei Li.

**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



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 10, 2010

Tigerstep Developments Limited

By: /s/ BAMEI LI  
Name: **Bamei Li**  
Title: **Director**

Bamei Li

/s/ BAMEI LI  
**Bamei Li**

**LIST OF EXHIBITS**

<b>Exhibit No.</b>	<b>Description</b>
A	Joint Filing Agreement