

SAP SE
Form SC 13G/A
February 13, 2019

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

SCHEDULE 13G/A

(Amendment No. 14)*

SAP SE
(f/k/a SAP
AG)

(Name of
Issuer)

**ORDINARY
SHARES,
WITHOUT
NOMINAL
VALUE**
(Title of
Class of
Securities)

803054204
(CUSIP
Number)

December
31, 2018
(Date of
Event which
Requires
Filing of this
Statement)

Edgar Filing: SAP SE - Form SC 13G/A

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 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. 803054204

NAMES OF REPORTING PERSONS

1.

Dietmar Hopp Stiftung gGmbH

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

2.(a)

(b)
SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Federal Republic of Germany
SOLE VOTING POWER

NUMBER OF 5.

SHARES 0
SHARED VOTING POWER

BENEFICIALLY 6.

OWNED BY 67,864,344
EACH SOLE DISPOSITIVE POWER

REPORTING 7.

PERSON 0
SHARED DISPOSITIVE POWER

WITH 8.

67,864,344

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9.

67,864,34

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

10.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

5.7%

TYPE OF REPORTING PERSON (See Instructions)

12.

CO

CUSIP No. 803054204

NAMES OF REPORTING PERSONS

1.

Dietmar Hopp

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

2.

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Federal Republic of Germany

SOLE VOTING POWER

NUMBER OF 5.

SHARES 0
SHARED VOTING POWER

BENEFICIALLY 6.

OWNED BY 67,864,344
EACH SOLE DISPOSITIVE POWER

REPORTING 7.

PERSON 0
SHARED DISPOSITIVE POWER

WITH 8.

67,864,344

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

67,864,344

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

10.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

5.7%

TYPE OF REPORTING PERSON (See Instructions)

12.

IN

CUSIP No. 803054204

NAMES OF REPORTING PERSONS

1.

Daniel Hopp

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

2.

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Federal Republic of Germany

SOLE VOTING POWER

NUMBER OF 5.

SHARES 0
SHARED VOTING POWER

BENEFICIALLY 6.

OWNED BY 67,864,344
EACH SOLE DISPOSITIVE POWER

REPORTING 7.

PERSON 0
SHARED DISPOSITIVE POWER

WITH 8.

67,864,344

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

67,864,344

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

10.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

5.7%

TYPE OF REPORTING PERSON (See Instructions)

12.

IN

CUSIP No. 803054204

NAMES OF REPORTING PERSONS

1.

DAH Beteiligungs GmbH

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

2.

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Federal Republic of Germany

SOLE VOTING POWER

NUMBER OF 5.

SHARES 0
SHARED VOTING POWER

BENEFICIALLY 6.

OWNED BY 67,864,344
EACH SOLE DISPOSITIVE POWER

REPORTING 7.

PERSON 0
SHARED DISPOSITIVE POWER

WITH 8.

67,864,344

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

67,864,344

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

10.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

5.7%

TYPE OF REPORTING PERSON (See Instructions)

12.

CO

CUSIP No. 803054204

NAMES OF REPORTING PERSONS

1.

Dietmar Hopp Familienstiftung

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

2.

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Liechtenstein

SOLE VOTING POWER

NUMBER OF

5.

SHARES

0

BENEFICIALLY

SHARED VOTING POWER

OWNED BY

6.

EACH

67,864,344

SOLE DISPOSITIVE POWER

REPORTING

7.

PERSON

0

WITH

SHARED DISPOSITIVE POWER

8.

67,864,344

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

67,864,344

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

10.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

5.7%

TYPE OF REPORTING PERSON (See Instructions)

12.

OO

CUSIP No. 803054204

NAMES OF REPORTING PERSONS

1.

DH Besitzgesellschaft AG & Co. KG

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

2.

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Federal Republic of Germany

SOLE VOTING POWER

NUMBER OF 5.

SHARES 0
SHARED VOTING POWER

BENEFICIALLY 6.

OWNED BY 67,864,344
EACH SOLE DISPOSITIVE POWER

REPORTING 7.

PERSON 0
SHARED DISPOSITIVE POWER

WITH 8.

67,864,344

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

67,864,344

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

10.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

5.7%

TYPE OF REPORTING PERSON (See Instructions)

12.

PN

CUSIP No. 803054204

NAMES OF REPORTING PERSONS

1.

Oliver Hopp

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

2.

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Federal Republic of Germany

SOLE VOTING POWER

NUMBER OF

5.

SHARES

0

BENEFICIALLY

SHARED VOTING POWER

OWNED BY

6.

EACH

67,864,344

SOLE DISPOSITIVE POWER

REPORTING

7.

PERSON

0

WITH

SHARED DISPOSITIVE POWER

8.

67,864,344

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

67,864,344

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

10.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

5.7%

TYPE OF REPORTING PERSON (See Instructions)

12.

IN

CUSIP No. 803054204

NAMES OF REPORTING PERSONS

1.

DH LT-Investments AG

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

2.

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Federal Republic of Germany

SOLE VOTING POWER

NUMBER OF 5.

SHARES 0
SHARED VOTING POWER

BENEFICIALLY 6.

OWNED BY 67,864,344
EACH SOLE DISPOSITIVE POWER

REPORTING 7.

PERSON 0
SHARED DISPOSITIVE POWER

WITH 8.

67,864,344

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

67,864,344

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

10.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

5.7%

TYPE OF REPORTING PERSON (See Instructions)

12.

CO

CUSIP No. 803054204

NAMES OF REPORTING PERSONS

1.

72HODA80 GmbH

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

2.

(b)

SEC USE ONLY

3.

CITIZENSHIP OR PLACE OF ORGANIZATION

4.

Federal Republic of Germany

SOLE VOTING POWER

NUMBER OF 5.

SHARES 0
SHARED VOTING POWER

BENEFICIALLY 6.

OWNED BY 67,864,344
EACH SOLE DISPOSITIVE POWER

REPORTING 7.

PERSON 0
SHARED DISPOSITIVE POWER

WITH 8.

67,864,344

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

67,864,344

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

10.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.

5.7%

TYPE OF REPORTING PERSON (See Instructions)

12.

CO

CUSIP No. 803054204

Item 1(a). Name of Issuer

SAP SE (f/k/a SAP AG) (the “Company”).

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

The Company’s principal executive offices are located at Dietmar Hopp Allee 16, 69190 Walldorf, Federal Republic of Germany.

Item 2(a). Name of Persons Filing

This Amendment No. 14 to Schedule 13G is filed pursuant to a Joint Filing Agreement, dated February 13, 2019, by the following persons with respect to an aggregate of 67,864,344 shares of the Company (collectively, the “Shares”) as described below:

- (i) Dietmar Hopp Stiftung gGmbH, with respect to the Shares beneficially owned by it.
- (ii) Mr. Dietmar Hopp, with respect to the Shares beneficially owned by him.
- (iii) Mr. Daniel Hopp, with respect to the Shares beneficially owned by him.
- (iv) DAH Beteiligungs GmbH, with respect to the Shares beneficially owned by it.
- (v) Dietmar Hopp Familienstiftung, with respect to the Shares beneficially owned by it.
- (vi) DH Besitzgesellschaft AG & Co. KG, with respect to the Shares beneficially owned by it.

(vii) Mr. Oliver Hopp, with respect to the Shares beneficially owned by him.

(viii) DH LT-Investments AG, with respect to the Shares beneficially owned by it.

(ix) 72HODA80 GmbH, with respect to the Shares beneficially owned by it.

The foregoing persons are hereinafter referred to collectively as the "Reporting Persons". Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

Item 2(b). Address of Principal Business Office or, If None, Residence

The address of the principal place of business of each of the Reporting Persons is c/o Rittershaus Rechtsanwälte Partnerschaftsgesellschaft mbB, Harlachweg 4, 68163 Mannheim, Federal Republic of Germany.

Item 2(c). Citizenship

(i) Dietmar Hopp Stiftung gGmbH is a corporation organized under the laws of the Federal Republic of Germany.

(ii) Mr. Dietmar Hopp is a citizen of the Federal Republic of Germany.

(iii) Mr. Daniel Hopp is a citizen of the Federal Republic of Germany.

(iv) DAH Beteiligungs GmbH is a corporation organized under the laws of the Federal Republic of Germany.

(v) Dietmar Hopp Familienstiftung is a trust organized under the laws of Liechtenstein.

(vi) DH Besitzgesellschaft AG & Co. KG is a partnership with a general partner with limited liability organized under the laws of the Federal Republic of Germany.

CUSIP No. 803054204

(vii) Mr. Oliver Hopp is a citizen of the Federal Republic of Germany.

(viii) DH LT-Investments AG is a corporation organized under the laws of the Federal Republic of Germany.

(ix) 72HODA80 GmbH is a corporation organized under the laws of the Federal Republic of Germany.

Item 2(d). Title of Class of Securities

Ordinary Shares, without nominal value

Item 2(e). CUSIP No.

803054204

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

(a) ☐ Broker or dealer registered under section 15 of the Act.

(b) ☐ Bank as defined in section 3(a)(6) of the Act.

(c) ☐ Insurance company as defined in section 3(a)(19) of the Act.

(d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940.

(e) ☐ An investment adviser registered under Section 203 of the Investment Advisers Act of 1940 or under the laws of any state;

- (f) o An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) o A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) o A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) o A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940;
- (j) o Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Item 4. Ownership

The percentages referenced in Item 11 of the cover pages were calculated based upon 1,193,405,243 ordinary shares (excluding 35,098,989 treasury shares) of the Company issued and outstanding as of December 31, 2017, as reflected in the Company's Form 20-F, filed with the Securities and Exchange Commission on February 28, 2018.

With respect to the beneficial ownership of each Reporting Person, see Items 5 through 11 of the cover pages to this Schedule 13G/A, which are incorporated herein by reference. These items reflect the beneficial ownership of each Reporting Person as of December 31, 2018.

The Reporting Persons have entered into a pooling agreement which governs, among other things, voting and disposition of the Shares, with each Reporting Person's voting and dispositive rights with respect to all of the Shares proportionate to the percentage of Shares owned by such Reporting Person.

Item 5. Ownership of 5 Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following o.

CUSIP No. 803054204

Item 6. Ownership of More Than 5 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.

Not applicable

Item 8. Identification and Classification of Members of the Group.

See Exhibit 99.1.

Item 9. Notice of Dissolution of Group.

Not applicable

Item 10. Certifications.

Not applicable

CUSIP No. 803054204

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: February 13, 2019

Dietmar Hopp Stiftung
gGmbH

By: /s/ Marc Hauser
Name: Marc Hauser
Title: Attorney-in-fact

DAH Beteiligungs GmbH

By: /s/ Marc Hauser
Name: Marc Hauser
Title: Attorney-in-fact

Dietmar Hopp
Familienstiftung

By: /s/ Marc Hauser
Name: Marc Hauser
Title: Attorney-in-fact

DH Besitzgesellschaft AG
& Co. KG

By:/s/ Marc Hauser
Name: Marc Hauser
Title: Attorney-in-fact

DH LT-Investments AG

By:/s/ Marc Hauser
Name: Marc Hauser
Title: Attorney-in-fact

CUSIP No. 803054204

72HODA80 GmbH

By: /s/ Marc Hauser
Name: Marc Hauser
Title: Attorney-in-fact

/s/ Dietmar Hopp
Dietmar Hopp

/s/ Daniel Hopp
Daniel Hopp

/s/ Oliver Hopp
Oliver Hopp