

Wix.com Ltd.

Form SC 13G/A

February 14, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G

(RULE 13D - 102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO 13d-1(b), (c) AND (d) AND
AMENDMENTS THERETO FILED PURSUANT TO 13d-2

(Amendment No. 4)*

Wix.com Ltd.

(Name of Issuer)

Ordinary shares, par value NIS 0.01 per share

(Title of Class of Securities)

M98068105

(CUSIP Number)

December 31, 2017

(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 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 (the "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).

1. NAMES OF REPORTING PERSONS

Robert S. Pitts, Jr.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☒

(b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

3,985,687

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

3,985,687

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,985,687

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

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

8.8%

12. TYPE OF REPORTING PERSON

IN

1. NAMES OF REPORTING PERSONS

Steadfast Capital Management LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☒

(b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

3,777,849

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

3,777,849

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,777,849

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

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

8.3%

12. TYPE OF REPORTING PERSON

PN

1. NAMES OF REPORTING PERSONS

Steadfast Advisors LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☒

(b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

164,316

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

164,316

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

164,316

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

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

Less than 1%

12. TYPE OF REPORTING PERSON

PN

1. NAMES OF REPORTING PERSONS

Steadfast Long Financial LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☒

(b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

43,522

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

43,522

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

43,522

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

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

Less than 1%

12. TYPE OF REPORTING PERSON

PN

1. NAMES OF REPORTING PERSONS

Steadfast Capital, L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☒

(b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

164,316

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

164,316

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

164,316

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

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

Less than 1%

12. TYPE OF REPORTING PERSON

PN

1. NAMES OF REPORTING PERSONS

American Steadfast, L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☒

(b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

1,335,254

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

1,335,254

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,335,254

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

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

2.9%

12. TYPE OF REPORTING PERSON

PN

1. NAMES OF REPORTING PERSONS

Steadfast International Master Fund Ltd.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(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

0

6. SHARED VOTING POWER

2,442,595

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

2,442,595

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,442,595

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

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

5.4%

12. TYPE OF REPORTING PERSON

CO

1. NAMES OF REPORTING PERSONS

Steadfast Long Capital, L.P.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☒

(b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

43,522

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

43,522

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

43,522

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

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

Less than 1%

12. TYPE OF REPORTING PERSON

PN

This statement is filed with respect to the Ordinary Shares, par value NIS 0.01 per share (the "Ordinary Shares") of Wix.com Ltd. (the "Issuer") beneficially owned by the Reporting Persons (as defined below) as of December 31, 2017 and amends and supplements the Schedule 13G filed on December 8, 2014, as previously amended (collectively, the "Schedule 13G"). Except as set forth herein, the Schedule 13G is unmodified.

The names of the persons filing this statement on Schedule 13G (collectively, the "Reporting Persons") are:

- Robert S. Pitts, Jr., a United States Citizen ("Mr. Pitts").
- Steadfast Capital Management LP, a Delaware limited partnership (the "Investment Manager").
- Steadfast Advisors LP, a Delaware limited partnership (the "Managing General Partner").
- Steadfast Long Financial LP, a Delaware limited partnership (the "Long Investment Manager").
- Steadfast Capital, L.P., a Delaware limited partnership ("Steadfast Capital").
- American Steadfast, L.P., a Delaware limited partnership ("American Steadfast").
- Steadfast International Master Fund Ltd., a Cayman Islands exempted company (the "Offshore Fund").
- Steadfast Long Capital, L.P., a Delaware limited partnership ("Long Capital").

Mr. Pitts is the controlling principal of the Investment Manager, the Managing General Partner and the Long Investment Manager. The Managing General Partner has the power to vote and dispose of the securities held by Steadfast Capital. The Investment Manager has the power to vote and dispose of the securities held by American Steadfast and the Offshore Fund. The Long Investment Manager has the power to vote and dispose of the securities held by Long Capital.

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the Issuer.

(a) Amount beneficially owned:

- (i) Mr. Pitts beneficially owns 3,985,687 Ordinary Shares.
 - (ii) The Investment Manager beneficially owns 3,777,849 Ordinary Shares.
 - (iii) The Managing General Partner beneficially owns 164,316 Ordinary Shares.
 - (iv) The Long Investment Manager beneficially owns 43,522 Ordinary Shares
 - (v) Steadfast Capital owns 164,316 Ordinary Shares.
 - (vi) American Steadfast owns 1,335,254 Ordinary Shares.
 - (vii) The Offshore Fund owns 2,442,595 Ordinary Shares.
 - (viii) Long Capital owns 43,522 Ordinary Shares.
 - (ix) Collectively, the Reporting Persons beneficially own 3,985,687 Ordinary Shares.
-

(b) Percent of class:

- (i) Mr. Pitts' beneficial ownership of 3,985,687 Ordinary Shares represents 8.8% of the outstanding Ordinary Shares.
- (ii) The Investment Manager's beneficial ownership of 3,777,849 Ordinary Shares represents 8.3% of the outstanding Ordinary Shares.
- (iii) The Managing General Partner's beneficial ownership of 164,316 Ordinary Shares represents less than 1% of the outstanding Ordinary Shares.
- (iv) The Long Investment Manager's beneficial ownership of 43,522 Ordinary Shares represents less than 1% of the outstanding Ordinary Shares.
- (v) Steadfast Capital's beneficial ownership of 164,316 Ordinary Shares represents less than 1% of the outstanding Ordinary Shares.
- (vi) American Steadfast's beneficial ownership of 1,335,254 Ordinary Shares represents 2.9% of the outstanding Ordinary Shares.
- (vii) The Offshore Fund's beneficial ownership of 2,442,595 Ordinary Shares represents 5.4% of the outstanding Ordinary Shares.
- (viii) Long Capital's beneficial ownership of 43,522 Ordinary Shares represents less than 1% of the outstanding Ordinary Shares.
- (ix) Collectively, the Reporting Persons' beneficial ownership of 3,985,687 Ordinary Shares represents 8.8% of the outstanding Ordinary Shares.

(c) Number of shares as to which such person has:

- (i) Sole power to vote or to direct the vote of Ordinary Shares:

Not applicable.

- (ii) Shared power to vote or to direct the vote of Ordinary Shares:

Steadfast Capital has shared power with the Managing General Partner and Mr. Pitts to vote or direct the vote of the 164,316 Ordinary Shares beneficially owned by Steadfast Capital.

American Steadfast has shared power with the Investment Manager and Mr. Pitts to vote or direct the vote of the 1,335,254 Ordinary Shares beneficially owned by American Steadfast.

The Offshore Fund has shared power with the Investment Manager and Mr. Pitts to vote or direct the vote of the 2,442,595 Ordinary Shares beneficially owned by the Offshore Fund.

Long Capital has shared power with the Long Investment Manager and Mr. Pitts to vote or direct the vote of the 43,522 Ordinary Shares beneficially owned by Long Capital.

- (iii) Sole power to dispose or to direct the disposition of Ordinary Shares:

Not applicable.

(iv) Shared power to dispose or to direct the disposition of Ordinary Shares:

Steadfast Capital has shared power with the Managing General Partner and Mr. Pitts to dispose or direct the disposition of the 164,316 Ordinary Shares beneficially owned by Steadfast Capital.

American Steadfast has shared power with the Investment Manager and Mr. Pitts to dispose or direct the disposition of the 1,335,254 Ordinary Shares beneficially owned by American Steadfast.

The Offshore Fund has shared power with the Investment Manager and Mr. Pitts to dispose or direct the disposition of the 2,442,595 Ordinary Shares beneficially owned by the Offshore Fund.

Long Capital has shared power with the Long Investment Manager and Mr. Pitts to dispose or direct the disposition of the 43,522 Ordinary Shares beneficially owned by Long Capital.

Item 10. Certification.

By signing below the undersigned certifies that, to the best of its or his knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURES

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information with respect to it set forth in this statement is true, complete, and correct.

Dated: February 14, 2018

STEADFAST

CAPITAL

MANAGEMENT LP

By: /s/
Robert S.
Pitts, Jr.
Robert S.
Pitts, Jr.
President

STEADFAST
ADVISORS LP

By: /s/
Robert S.
Pitts, Jr.
Robert S.
Pitts, Jr.
President

STEADFAST LONG
FINANCIAL LP

By: /s/
Robert S.
Pitts, Jr.
Robert S.
Pitts, Jr.
President

STEADFAST
CAPITAL, L.P.

By: STEADFAST
ADVISORS LP, as
Managing General
Partner

By: /s/
Robert S.
Pitts, Jr.

Robert S.
Pitts, Jr.
President

AMERICAN
STEADFAST, L.P.
By: STEADFAST
CAPITAL
MANAGEMENT LP,
Attorney-in-Fact

/s/
By: Robert S.
Pitts, Jr.
Robert S.
Pitts, Jr.
President

STEADFAST
INTERNATIONAL
MASTER FUND LTD.

/s/
By: Robert S.
Pitts, Jr.
Robert S.
Pitts, Jr.
Director

/s/ Robert S. Pitts, Jr.
Robert S. Pitts, Jr.

STEADFAST LONG
CAPITAL, L.P.
By: STEADFAST
LONG FINANCIAL
LP, Attorney-in-Fact

/s/
By: Robert S.
Pitts, Jr.
Robert S.
Pitts, Jr.
President