

ASIAINFO HOLDINGS INC

Form 4

February 13, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LENOVO GROUP LTD**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**ASIAINFO HOLDINGS INC**  
**[ASIA]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
**23/F LINCOLN HOUSE, 979**  
**KING'S ROAD**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/09/2007**

\_\_\_\_ Director \_\_\_\_ ☒ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

(Street)  
**QUARRY BAY, K3 0852**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ ☒ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price \$
Common Stock	02/09/2007		J <sup>(1)</sup>		648,769	D	5.95 <sup>(2)</sup>
							4,823,645
							D <sup>(3)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

## Edgar Filing: ASIAINFO HOLDINGS INC - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LENOVO GROUP LTD 23/F LINCOLN HOUSE 979 KING'S ROAD QUARRY BAY, K3 0852		X		
Lenovo Holdings (BVI) LTD P.O. BOX 71, CRAIGMUIR CHAMBERS ROAD TOWN, TORTOLA, D8		X		
Lenovo Sysware LTD P.O. BOX 957 OFFSHORE INCORPORATIONS CENTRE ROAD TOWN, TORTOLA, D8		X		

## Signatures

/s/ Eric Mok, Company Secretary, on behalf of Lenovo Group Limited, Lenovo Holdings (BVI) Limited and Lenovo Sysware Limited

02/13/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Transfer pursuant to a Settlement Agreement and Release entered into between Lenovo Group Limited and AsiaInfo Holdings, Inc., dated as of January 24, 2007.
- The shares were transferred for a value denominated in Renminbi, the official currency in China ("RMB"). The Settlement Agreement and Release valued the shares at RMB 30,000,000. The price is calculated in accordance with the prevailing exchange rate on January 29, 2007 of RMB : USD = 1 : 0.1286.
- (3) The common stock is held directly by Lenovo IT Alliance, which is a wholly-owned subsidiary of Lenovo Sysware Limited, which is a wholly-owned subsidiary of Lenovo Holdings (BVI) Limited, which is a wholly-owned subsidiary of Lenovo Group Limited.

**Remarks:**

Exhibit List

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**Exhibit 99 - Joint Filer Information**

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.