

ASIAINFO HOLDINGS INC
Form 4
February 13, 2007

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

OMB APPROVAL

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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

(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

(Street)

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

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

QUARRY BAY, K3 0852

(City) (State) (Zip)

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

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

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 (A) 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V Amount (A) or (D) Price \$ | | | |
| Common Stock | 02/09/2007 | | J ⁽¹⁾ | 648,769 D | 5.95 4,823,645 | D | ⁽³⁾ |
| | | | | | ⁽²⁾ | | |

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 displays a currently valid OMB control number.

SEC 1474 (9-02)

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

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| 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.
 - (2) 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

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.

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