

Edgar Filing: ASIAINFO HOLDINGS INC - Form 144

ASIAINFO HOLDINGS INC  
Form 144  
January 23, 2007

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

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES PURSUANT TO  
RULE 144 UNDER THE SECURITIES ACT OF 1933

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SEC USE ONLY

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DOCUMENT SEQUENCE NO.                      CUSIP NUMBER                      WORK LOCATION

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ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

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1(a)            NAME OF ISSUER  
                 AsiaInfo Holdings, Inc.

1(b)            IRS IDENT. NO.  
                 752506390

1(c)            S.E.C. FILE NO.  
                 001-15713

1(d)            ADDRESS OF ISSUER (STREET, CITY, STATE ZIP CODE)  
                 4th Floor, Zhongdian Information Tower, 6 Zhongguancun South Street,  
                 Haidian District, Beijing, 100086, China

1(e)            TELEPHONE  
                 AREA CODE                      NUMBER  
                 8610                                8216 6688

2(a)            NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD  
                 Lenovo IT Alliance Limited

2(b)            IRS IDENT. NO.  
                 N/A

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 2(c) RELATIONSHIP TO ISSUER  
 Stockholder  
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2(d) ADDRESS (STREET, CITY, STATE ZIP CODE)  
 P.O. Box 957, Offshore Incorporations Centre, Road Town,  
 Tortola, British Virgin Islands 00000  
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INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3(a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker Who is Acquiring the Securities	SEC USE ONLY  Broker-Dealer File Number	(c) Number of or Other Be Sold See instr.
(1) Common Stock, \$0.01 par value	Merrill Lynch 4 World Financial Centre 5th Floor New York, NY 10080		974,284

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3(a) Title of the Class of Securities To Be Sold	(e) Number of Shares or Other Units Outstanding (See instr. 3(e))	(f) Approximate Date of Sale See instr. 3(f)) (MO./DAY/YR.)	(g) Name of Each Securities (See instr.)
(1)	42,794,760	Jan 26, 2007	Nasdaq

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INSTRUCTIONS:

1. (a) Name of issuer  
 (b) Issuer's I.R.S. Identification Number  
 (c) Issuer's S.E.C. file number, if any  
 (d) Issuer's address, including zip code  
 (e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be sold  
 (b) Such person's I.R.S. identification number, if such person is an entity  
 (c) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)  
 (d) Such person's address, including zip code

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3. (a) Title of the class of securities to be sold
- (b) Name and address of each broker through whom the securities are intended to be sold
- (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
- (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
- (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
- (f) Approximate date on which the securities are to be sold
- (g) Name of each securities exchange, if any, on which the securities are intended to be sold

TABLE I -- SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired
(1) Common Stock, \$0.01 par value	Oct 19, 2004	Acquired from Issuer (b)	AsiaInfo Holdings, Inc.	974,284 (b)

INSTRUCTIONS:

1. If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.
2. If within two years after the acquisition of the securities the person for whose account they are to be sold had any short positions, put or other option to dispose of securities referred to in paragraph (d)(3) of Rule 144, furnish full information with respect thereto.

TABLE II -- SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold
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(1) N/A

REMARKS:

- (a) The aggregate market value is based on the \$8.14 closing sale price of a share of common stock of AsiaInfo Holdings, Inc. (the "Issuer") on January 23, 2007.
- (b) The common stock was acquired by the Lenovo Group Limited ("Lenovo") through its indirect wholly-owned subsidiary, Lenovo IT Alliance Limited ("Lenovo IT Alliance") as partial consideration for the sale by Lenovo of its non-telecom related IT services business to the Issuer pursuant to an Acquisition Agreement (the "Acquisition"), dated as of July 27, 2004, by and between Lenovo and the Issuer, as supplemented and amended by Supplement and Amendment No. 1 to Acquisition Agreement, dated October 1, 2004, by and between Lenovo and the Issuer. On October 19, 2004, the Company completed the closing of the Acquisition.

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the Securities to be sold which has not been publicly disclosed.

January 23, 2007	/s/ Ma Xuezheng, Director on behalf of Lenovo IT Alliance Limited
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DATE OF NOTICE	(SIGNATURE)

This notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (see 18 U.S.C. 1001)