JIAN QI Form 3 January 13, 2006

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

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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 *

JIAN OI

TOWER,6

(Last) (First)

4F ZHONGDIAN INFO

ZHONGGUANCUN. SOUTH

STREET, HAIDIAN DISTRICT

(Street)

(Middle)

Statement

(Month/Day/Year)

01/03/2006

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

ASIAINFO HOLDINGS INC [ASIA]

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

(Check all applicable)

10% Owner Director _X__ Officer Other

(give title below) (specify below) Vice President

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

5. If Amendment, Date Original

Person

Form filed by More than One

Reporting Person

BEIJING, F4Â 100086

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. 5. Ownership Conversion or Exercise Form of Price of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Derivative Security:

1

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (right to acquire Common Stock)	02/17/2001(1)	02/17/2010	Common Stock	30,000	\$ 24	D	Â
Stock Options (right to acquire Common Stock)	11/01/2001(2)	11/01/2010	Common Stock	8,000	\$ 12.44	D	Â
Stock Options (right to acquire Common Stock)	01/16/2002(3)	01/16/2011	Common Stock	38,200	\$ 9.25	D	Â
Stock Options (right to acquire Common Stock)	01/16/2002(4)	01/16/2011	Common Stock	10,000	\$ 9.25	D	Â
Stock Options (right to acquire Common Stock)	08/15/2003(5)	08/15/2012	Common Stock	22,500	\$ 4.03	D	Â
Stock Options (right to acquire Common Stock)	09/29/2004(6)	09/29/2013	Common Stock	42,500	\$ 7.07	D	Â
Stock Options (right to acquire Common Stock)	06/14/2005(7)	06/14/2014	Common Stock	30,000	\$ 4.99	D	Â
Restricted Stock Unites (right to acquire Common Stock)	12/26/2006(8)	12/26/2009	Common Stock	16,000	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address		Relationships				
Fg	Director	10% Owner	Officer	Other		
JIAN QI 4F ZHONGDIAN INFO TOWER,6 ZHONGGUANCUN SOUTH STREET, HAIDIAN DISTRICT BEIJING Â F4Â 100086	Â	Â	Vice President	Â		

Signatures

Jian Qi	01/13/2006
**Signature of Reporting Person	Date

Reporting Owners 2

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Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) 30,000 stock options with an exercise price of \$24.00 were granted on February 17, 2000 and vest on an annual schedule of 20%, 20%, 30% and 30%, beginning on the first anniversary of the grant date.
- 8,000 stock options with an exercise price of \$12.44 were granted on November 1, 2000. These options vest in two installments of 25% each on the first and second anniversary of the grant date, and in eight subsequent quarterly installments of 6.25% each, commencing on February 1, 2003 and ending on November 1, 2004.
- 38,200 stock options with an exercise price of \$9.25 were granted on January 16, 2001. These options vest in two installments of 25% each on the first and second anniversary of the grant date, and in eight subsequent quarterly installments of 6.25% each, commencing on April 16, 2003 and ending on January 16, 2005.
- (4) 10,000 stock options with an exercise price of \$9.25 were granted on January 16, 2001 and vest in two installments of 50% each on the first and second anniversary of the grant date.
- 30,000 stock options with an exercise price of \$4.03 were granted on August 15, 2002. These options vest in two installments of 25% each on the first and second anniversary of the grant date, and in eight subsequent quarterly installments of 6.25% each, commencing on November 15, 2004 and ending on August 15, 2006.
- 42,500 stock options with an exercise price of \$7.07 were granted on September 29, 2003. These options vest in two installments of 25% each on the first and second anniversary of the grant date, and in eight subsequent quarterly installments of 6.25% each, commencing on December 29, 2005 and ending on September 29, 2007.
- 30,000 stock options with an exercise price of \$4.99 were granted on June 14, 2004. These options vest in two installments of 25% each (7) on the first and second anniversary of the grant date, and in eight subsequent quarterly installments of 6.25% each, commencing on September 14, 2006 and ending on June 14, 2008.
- 16,000 restricted stock units were granted on December 26, 2005 and vest on an annual schedule of 25% each, beginning on the first

 (8) anniversary of the grant date. Upon each vesting, one share of common stock shall be issuable for each restricted stock units on such vest date.

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.