

ASIAINFO HOLDINGS INC
Form 4
February 26, 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 IT Alliance 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, TAIKOO PLACE, 979 KING'S ROAD

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/23/2007

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

QUARRY BAY, K3 00000

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 (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 Ownership (Instr. 4)
				Code V Amount (D) Price			
Common Stock	02/16/2007	02/23/2007	S ⁽¹⁾	710,618 D \$ 8	4,113,027	D ⁽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. Number of Derivative Securities Owned Following Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lenovo IT Alliance LTD 23/F LINCOLN HOUSE, TAIKOO PLACE 979 KING'S ROAD QUARRY BAY, K3 00000		X		
LENOVO GROUP LTD 23/F LINCOLN HOUSE 979 KING'S ROAD QUARRY BAY, K3 0852		X		
Lenovo Holdings (BVI) LTD 23/F LINCOLN HOUSE, TAIKOO PLACE, 979 KING'S ROAD QUARRY BAY, K3 00000		X		
Lenovo Sysware LTD 23/F LINCOLN HOUSE, TAIKOO PLACE 979 KING'S ROAD QUARRY BAY, K3 00000		X		

Signatures

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

02/23/2007

__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 Stock Purchase Agreement entered into between Lenovo IT Alliance Limited and Fidelity Asia Ventures Fund L.P. and Fidelity Asia Principals Fund L.P., dated as of February 16, 2007.

(2)

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The common stock is held directly by Lenovo IT Alliance Limited, 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 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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