

Edgar Filing: ASIAINFO HOLDINGS INC - Form 144

ASIAINFO HOLDINGS INC
Form 144
April 29, 2008

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

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 NO.

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) RELATIONSHIP TO ISSUER

Stockholder

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2(c) 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 ins |
|--|--|--|---|
|--|--|--|---|

| | | | |
|--------------------------------------|--|--|--------|
| (1) Common Stock \$0.01 par value | Merrill Lynch 4 World Financial Centre 5th Floor, New York, NY 10080 | | 79,161 |
|--------------------------------------|--|--|--------|

| 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) Common Stock \$0.01 par value | 45,153,744 | 04/29/08 | NASDAQ |
|--------------------------------------|------------|----------|--------|

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 relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
 - (c) Such person's address, including zip code

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

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- 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

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 control number.

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 | 10/19/2004 | Acquired from Issuer (b) | AsiaInfo Holdings, Inc. | 79,161 (b) |

INSTRUCTIONS:

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.

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 |
|----------------------------|--------------------------|--------------|---------------------------|
| (1) N/A | | | |

REMARKS:

(a) The aggregate market value is based on the \$12.05 closing sale price of a share of common stock of AsiaInfo Holdings, Inc. (the "Issuer") on April 28, 2008.

(b) The common stock was acquired by the Lenovo Group Limited ("Lenovo") through its indirect wholly-owned subsidiary, Lenovo IT Alliance Limited ("Lenovo IT

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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.

April 29, 2008

/s/ Mok Chung Fu, Eric, Company Secretary
of Lenovo IT Alliance Limited

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)