

ASIAINFO HOLDINGS INC  
Form 8-K  
July 27, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

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**FORM 8-K**

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**CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): July 26, 2006

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**AsiaInfo Holdings, Inc.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction

**001-15713**  
(Commission File Number)

**752506390**  
(I.R.S. Employer

of incorporation)

**4th Floor, Zhongdian Information Tower, 6 Zhongguancun South Street**

Identification No.)

**Haidian District, Beijing 100086, China**

(Address of Principal Executive Offices)

Registrant's telephone number, including area code **+8610 8216 6688**

(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - .. Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02 Results of Operations and Financial Condition**

On July 26, 2006, AsiaInfo Holdings, Inc. (the Company ) reported its results of operations for the quarter ended June 30, 2006. The Company s earnings release for the quarter ended June 30, 2006 is furnished herewith as Exhibit 99.1.

**Item 8.01 Other Event**

The Company today announced the upcoming retirement of the Company s Chief Financial Officer, Ms. Ying Han, and the approval of a CFO succession plan. The Company s press release regarding the CFO Succession Plan is furnished herewith as Exhibit 99.1

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

| <b>Exhibit</b> | <b>Description</b>  |
|----------------|---|
| 99.1           | Press release dated July 26, 2006, announcing the Company s second quarter financial results and CFO succession plan. |

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AsiaInfo Holdings, Inc.

Date: July 27, 2006

By: /s/ Ying Han  
Name: Ying Han  
Title: Executive Vice President

and Chief Financial Officer

**EXHIBIT INDEX**

| <b>Exhibit</b> | <b>Description</b>  |
|----------------|---|
| 99.1           | Press release dated July 26, 2006, announcing the Company's second quarter financial results and CFO succession plan. |