

BICKELL ALAN D
 Form 4
 November 02, 2004

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 *
BICKELL ALAN D

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)

3. Date of Earliest Transaction (Month/Day/Year)
10/29/2004

____ Director
 ____ Officer (give title below) Other (specify below)
 Former Director

4/F ZHONGDIAN INFORMATION TOWER, 6 ZHONGGUANCUN S. ST.,HAIDIAN DISTRICT

(Street)

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

BEIJING 100086

(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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					29,400	I	In family trust over which Mr. Bickell holds voting and investment control
Common Stock	10/29/2004		M		50,000	A	\$ 3 50,000
						D	

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Common Stock	10/29/2004	S	50,000	D	\$ 4.61 (4)	0	D
Common Stock	10/29/2004	M	5,000	A	\$ 4.03	5,000	D
Common Stock	10/29/2004	S	5,000	D	\$ 4.71 (5)	0	D

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

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(9-02)

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

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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Options(right to acquire common stock)	\$ 3	10/29/2004		M	50,000	03/23/2000 ⁽¹⁾	03/23/2009	common stock
Stock Options(right to acquire common stock)	\$ 24					02/17/2001 ⁽²⁾	02/17/2010	common stock
Stock Options(right to acquire common stock)	\$ 9.625					04/04/2005	04/04/2011	common stock
Stock Options(right to acquire common stock)	\$ 10.18					04/30/2006	04/30/2012	common stock

stock)

Stock

Options(right
to acquire \$ 4.03 10/29/2004 M 5,000 08/15/2003⁽³⁾ 08/15/2012 commom
common stock)

Stock

Options(right
to acquire \$ 4.22 02/18/2007 02/18/2013 commom
common stock)

Stock

Options(right
to acquire \$ 6.92 08/15/2007 08/15/2013 commom
common stock)

Stock

Options(right
to acquire \$ 7.88 02/17/2008 02/17/2014 commom
common stock)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BICKELL ALAN D
4/F ZHONGDIAN INFORMATION TOWER
6 ZHONGGUANCUN S. ST.,HAIDIAN DISTRICT
BEIJING 100086

Former Director

Signatures

Alan Bickell

10/29/2004

**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) 50,000 stock options with an exercise price of \$3.00 were granted on March 23, 1999, and vest on an annual schedule of 20%, 20%, 30% and 30%, beginning on the first anniversary of the grant date.
- (2) 20,000 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.
- (3) 20,000 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.

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(4) This price is the average sale price.

(5) This price is the average sale price.

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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