Shao Sean Form 4 August 10, 2011

## FORM 4

#### **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: 2005 Estimated average burden hours per

Form 4 or Form 5 obligations

may continue.

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

**SECURITIES** 

0.5 response...

January 31,

See Instruction 1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Shao Sean

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

ASIAINFO-LINKAGE, INC [ASIA]

(Check all applicable)

4TH FLOOR, ZHONGDIAN

(First)

INFORMATION TOWER, 6 ZHONGGUANCUNS. STREET 3. Date of Earliest Transaction

(Month/Day/Year) 08/08/2011

X\_ Director 10% Owner Other (specify Officer (give title

HAIDIAN DISTRICT

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

BEIJING, F4 100086

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

D

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Disposed of (D) Code (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially (D) or Owned Following

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price Common

(Middle)

2,000

Stock

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

### Edgar Filing: Shao Sean - Form 4

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 or 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 Am Underlying Sect (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	A or N of
Restricted Stock Units (right to acquire common stock)	\$ 0 <u>(1)</u>	08/08/2011		D <u>(1)</u>		6,000	<u>(1)</u>	07/21/2014	Common stock	
Restricted Stock Units (right to acquire common	\$ 0 <u>(2)</u>	08/09/2011		A(2)	10,948		02/09/2012(2)	08/09/2012	Common stock	1

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
coporting of the state of the state of	Director	10% Owner	Officer	Other	
Shao Sean 4TH FLOOR, ZHONGDIAN INFORMATION TOWER 6 ZHONGGUANCUNS. STREET HAIDIAN DISTRICT BEIJING, F4 100086	X				

## **Signatures**

stock)

Sean Shao 08/10/2011

\*\*Signature of 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).
- 8,000 restricted stock units were granted on July 21, 2010 (the "2010 RSUs"). Each 2010 RSU represented a contingent right to receive one share of common stock. The 2010 RSUs were to vest in four equal annual installments beginning July 21, 2011. The 2010 RSUs were cancelled in connection with the grant of new restricted stock units on August 9, 2011. See Note 2.
- 10,948 restricted stock units were granted on August 9, 2011 (the "2011 RSUs"). Each 2011 RSU represents a contingent right to receive (2) one share of common stock. The 2011 RSUs vest in two equal installments on the 6-month and 12-month anniversaries of the grant date. The grant of the 2011 RSUs was conditioned on the Reporting Person's cancellation of the 2010 RSUs.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

## Edgar Filing: Shao Sean - Form 4

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.						