

China Techfaith Wireless Communication Technology LTD

Form SC 13G/A

February 13, 2007

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

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No. 1)***

China Techfaith Wireless Communication Technology Limited

(Name of Issuer)

Ordinary Shares

(Title of Class of Securities)

G84383101

(CUSIP Number)

December 31, 2006

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

This Amendment No. 1 to Schedule 13G is deemed to amend the Schedule 13G filed with the Securities and Exchange Commission on February 14, 2006.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. G84383101

NAMES OF REPORTING PERSONS:

1

Hongmei Yue

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

2

(a)

(b)

SEC USE ONLY:

3

CITIZENSHIP OR PLACE OF ORGANIZATION:

4

People's Republic of China

SOLE VOTING POWER:

5

NUMBER OF 0

SHARED VOTING POWER:

SHARES
BENEFICIALLY OWNED BY **6**

99,250,000 ordinary shares

SOLE DISPOSITIVE POWER:

EACH
REPORTING PERSON **7**

0

SHARED DISPOSITIVE POWER:

WITH: **8**

99,250,000 ordinary shares

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

99,250,000 ordinary shares

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

15.1%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

IN

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CUSIP No. G84383101

1 NAMES OF REPORTING PERSONS:

Bright Garnet Limited

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

N/A

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

(a)

(b)

3 SEC USE ONLY:

4 CITIZENSHIP OR PLACE OF ORGANIZATION:

British Virgin Islands

5 SOLE VOTING POWER:

NUMBER OF 0

6 SHARED VOTING POWER:

SHARES BENEFICIALLY OWNED BY 82,500,000 ordinary shares

7 SOLE DISPOSITIVE POWER:

EACH REPORTING PERSON 0

8 SHARED DISPOSITIVE POWER:

WITH: 82,500,000 ordinary shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

82,500,000 ordinary shares

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

12.5%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

CO

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CUSIP No. G84383101

NAMES OF REPORTING PERSONS:

1

Liu s Offshore Trust

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

N/A

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

2

(a)

(b)

SEC USE ONLY:

3

CITIZENSHIP OR PLACE OF ORGANIZATION:

4

Cayman Islands

SOLE VOTING POWER:

5

NUMBER OF 0

SHARED VOTING POWER:

SHARES
BENEFICIALLY OWNED BY **6**

1,650,000 ordinary shares

SOLE DISPOSITIVE POWER:

EACH
REPORTING PERSON **7**

0

SHARED DISPOSITIVE POWER:

WITH: **8**

1,650,000 ordinary shares

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

1,650,000 ordinary shares

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

0.3%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

OO

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CUSIP No. G84383101

NAMES OF REPORTING PERSONS:

1

The Faith s Trust

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

N/A

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

2

(a)

(b)

SEC USE ONLY:

3

CITIZENSHIP OR PLACE OF ORGANIZATION:

4

Cayman Islands

SOLE VOTING POWER:

5

NUMBER OF 0

SHARED VOTING POWER:

SHARES BENEFICIALLY OWNED BY **6**

80,850,000 ordinary shares

SOLE DISPOSITIVE POWER:

EACH REPORTING PERSON **7**

0

SHARED DISPOSITIVE POWER:

WITH: **8**

80,850,000 ordinary shares

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

80,850,000 ordinary shares

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

12.3%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

OO

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CUSIP No. G84383101

NAMES OF REPORTING PERSONS:

1 HSBC International Trustee Limited (as trustee for Liu's Offshore Trust and other trusts which ultimately own ordinary shares of the Issuer)

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

N/A

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

2
(a)
(b)

SEC USE ONLY:

3

CITIZENSHIP OR PLACE OF ORGANIZATION:

4

British Virgin Islands

SOLE VOTING POWER:

5

NUMBER OF 0

SHARED VOTING POWER:

6

SHARES BENEFICIALLY OWNED BY 383,509,655 ordinary shares

SOLE DISPOSITIVE POWER:

7

EACH REPORTING PERSON 0

SHARED DISPOSITIVE POWER:

8

WITH: 383,509,655 ordinary shares

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

383,509,655 ordinary shares

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

58.3%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

CO

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ITEM 1(a). NAME OF ISSUER

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

ITEM 2(a). NAME OF PERSON FILING

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE

ITEM 2(c). CITIZENSHIP

ITEM 2(d). TITLE OF CLASS OF SECURITIES

ITEM 2(e). CUSIP NUMBER

ITEM 3. Not Applicable

ITEM 4. OWNERSHIP

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED
THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

ITEM 10. CERTIFICATION

SIGNATURE

LIST OF EXHIBITS

EX-A JOINT FILING AGREEMENT

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ITEM 1(a). NAME OF ISSUER:

China Techfaith Wireless Communication Technology Limited (the Issuer)

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

3/F., M8 West, No.1 Jiu Xian Qiao East Road, Chao Yang District, Beijing 100016, People's Republic of China

ITEM 2(a). NAME OF PERSON FILING:

Hongmei Yue

Bright Garnet Limited (the Record Holder)

Liu's Offshore Trust (the Liu Trust)

The Faith's Trust (the Faith Trust)

HSBC International Trustee Limited (the Trustee) (as trustee for Liu Trust, Faith Trust and other trusts which ultimately own ordinary shares of the Issuer)

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

Hongmei Yue

c/o Raymond Song

3/F., M8 West, No.1 Jiu Xian Qiao East Road

Chao Yang District, Beijing 100016

People's Republic of China

Bright Garnet Limited

P.O. Box 916, Woodbourne Hall

Road Town, Tortola

British Virgin Islands

Liu's Offshore Trust

Compass Point, 9 Bermudiana Road

Hamilton HM11

Bermuda

The Faith's Trust

Compass Point, 9 Bermudiana Road

Hamilton HM11

Bermuda

HSBC International Trustee Limited

Compass Point, 9 Bermudiana Road

Hamilton HM11

Bermuda

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Hongmei Yue is a PRC citizen. The place of organization of the Record Holder is British Virgin Islands. Each of Liu Trust and Faith Trust is established under the law of the Cayman Islands. The place of organization of HSBC International Trustee Limited is British Virgin Islands.

ITEM 2(d). TITLE OF CLASS OF SECURITIES:

Ordinary Shares

ITEM 2(e). CUSIP NUMBER:

G84383101

ITEM 3. Not ApplicableITEM 4. OWNERSHIP:

Reporting Person	Amount beneficially owned:	Percent of class:	Sole power to vote or direct the vote:	Shared power	Sole power to	Shared power
				to vote or to direct the vote:	dispose or to direct the disposition of:	to dispose or to direct the disposition of:
Hongmei Yue	99,250,000	15.1%	0	99,250,000	0	99,250,000
Bright Garnet Limited	82,500,000	12.5%	0	82,500,000	0	82,500,000
Liu s Offshore Trust	1,650,000	0.3%	0	1,650,000	0	1,650,000
The Faith s Trust	80,850,000	12.3%	0	80,850,000	0	80,850,000
HSBC International Trustee Limited (as trustee for Liu s Offshore Trust, The Faith s Trust and other trusts which ultimately own ordinary shares of the Issuer)	383,509,655	58.3%	0	383,509,655	0	383,509,655

The Record Holder is the record owner of 82,500,000 ordinary shares of the Issuer. Hongmei Yue is the director of the Record Holder. The Record Holder is ultimately 98% and 2% owned by Faith Trust and Liu Trust, respectively. The Trustee acts as the trustee for each of Faith Trust and Liu Trust. Ms. Yue, the Record Holder, Faith Trust, Liu Trust and the Trustee may be deemed to be a group as defined in Rule 13d-5(b) under the Securities Exchange Act of 1934, and each member of such group may be deemed to beneficially own all ordinary shares beneficially owned by other members constituting such group. However, the Record Holder disclaims beneficial ownership of the shares beneficially owned by the Trustee other than 82,500,000 ordinary shares. Faith Trust and Liu Trust disclaim beneficial ownership of the shares beneficially owned by the Trustee other than 80,850,000 and 1,650,000 ordinary shares, respectively. Ms. Yue disclaims beneficial ownership of the shares beneficially owned by the Trustee other than 99,250,000 ordinary shares.

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All shares are beneficially owned by the Trustee solely in its capacity as trustee of various trusts respectively. Apart from acting as trustee of the Trust, the Trustee also acts as the trustee of several other trusts which, together with the Trust, may be deemed to beneficially own a total of 383,509,655 ordinary shares of the Issuer. Accordingly, the Trustee, solely in its capacity as the trustee, may be deemed to beneficially own all ordinary shares of the Issuer that are beneficially owned by all the trusts for which the Trustee acts as a trustee. However, the Trustee disclaims beneficial ownership of all ordinary shares of the Issuer. Each of the trusts and its wholly-owned subsidiary which is the record shareholder of the Issuer disclaim any beneficial ownership of ordinary shares of the Issuer beneficially owned by other trusts and record shareholders of the Issuer owned by such other trusts.

Ms. Yue is the sole director of both the Record Holder and another holding company that owns shares of the Issuer and may be deemed to beneficially own all ordinary shares of the Issuer that are directly owned by both companies. However, each of these companies and its holding companies disclaim any beneficial ownership of ordinary shares of the Issuer directly owned by the other company.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

Not applicable

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Not applicable

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

Not applicable

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP:

Not applicable

ITEM 10. CERTIFICATION:

Not applicable

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 13, 2007

Hongmei Yue

/s/ Hongmei Yue

Hongmei Yue

Bright Garnet Limited

By: /s/ Hongmei Yue

Name: Hongmei Yue

Title: Director

Liu s Offshore Trust

For and on behalf of
HSBC International Trustee Limited, as trustee for Liu s
Offshore Trust

By: /s/ Andrew T. Chan /s/ Danny W. K. Tsui

Name: Andrew T. Chan, Danny W. K. Tsui

Title: Associate Director, Associate Director

The Faith s Trust

For and on behalf of
HSBC International Trustee Limited, as trustee for The
Faith s Trust

By: /s/ Andrew T. Chan /s/ Danny W. K. Tsui

Name: Andrew T. Chan, Danny W. K. Tsui

Title: Associate Director, Associate Director

HSBC International Trustee Limited

For and on behalf of
HSBC International Trustee Limited

By: /s/ Andrew T. Chan /s/ Danny W. K. Tsui

Name: Andrew T. Chan, Danny W. K. Tsui

Title: Associate Director, Associate Director

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LIST OF EXHIBITS

Exhibit No. Description

A Joint Filing Agreement

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