

China Techfaith Wireless Communication Technology LTD

Form SC 13G/A

February 13, 2008

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Schedule 13G
Under the Securities Exchange Act of 1934
(Amendment No. 2)*
China Techfaith Wireless Communication
Technology Limited**

(Name of Issuer)
Ordinary Shares

(Title of Class of Securities)
G84383101

(CUSIP Number)
December 31, 2007

(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.

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).

(Continued on following pages)

CUSIP No. G84383101

1 NAMES OF REPORTING PERSONS
Hongmei Yue

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

2
(a) p
(b) o

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
People's Republic of China

5 SOLE VOTING POWER
NUMBER OF 0

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 80,592,805 ordinary shares

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 0

8 SHARED DISPOSITIVE POWER
WITH: 80,592,805 ordinary shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
80,592,805 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)

12.2%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

CUSIP No. G84383101

1 NAMES OF REPORTING PERSONS
Bright Garnet Limited

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

2
(a) p
(b) o

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
British Virgin Islands

5 SOLE VOTING POWER
NUMBER OF 0

6 SHARES BENEFICIALLY OWNED BY
SHARED VOTING POWER
67,067,805 ordinary shares

7 EACH REPORTING PERSON
SOLE DISPOSITIVE POWER
0

8 WITH:
SHARED DISPOSITIVE POWER
67,067,805 ordinary shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
67,067,805 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)

10.2%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

CUSIP No. G84383101

1 NAMES OF REPORTING PERSONS

Liu's Offshore Trust

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 **6**

OWNED BY 67,067,805 ordinary shares

SOLE DISPOSITIVE POWER

EACH REPORTING **7**

PERSON 0

SHARED DISPOSITIVE POWER

WITH: **8**

67,067,805 ordinary shares

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

67,067,805 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)

10.2%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

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)

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

2
(a) p
(b) o

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 356,788,460 ordinary shares

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 0

8 SHARED DISPOSITIVE POWER
WITH: 356,788,460 ordinary shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
356,788,460 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)

54.2%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

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 Trust)

HSBC International Trustee Limited (the Trustee) (as trustee for the 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

HSBC International Trustee Limited

Compass Point, 9 Bermudiana Road

Hamilton HM11

Bermuda

ITEM 2(c). CITIZENSHIP:

Hongmei Yue is a PRC citizen. The place of organization of the Record Holder is British Virgin Islands.

The 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 to vote or to direct the vote:	Sole power to dispose or to direct the disposition of:	Shared power to dispose or to direct the disposition of:
Hongmei Yue	80,592,805	12.2%	0	80,592,805	0	80,592,805
Bright Garnet Limited	67,067,805	10.2%	0	67,067,805	0	67,067,805
Liu s Offshore Trust	67,067,805	10.2%	0	67,067,805	0	67,067,805
HSBC International Trustee Limited (as trustee for the Trust and other trusts which ultimately own ordinary shares of the Issuer)	356,788,460	54.2%	0	356,788,460	0	356,788,460

Bright Garnet Limited, a British Virgin Islands Company, is the record owner of 4,471,187 American Depositary Shares (ADSs) of the Issuer, representing 67,067,805 ordinary shares of the Issuer. Hongmei Yue is the sole director of the Record Holder. The Record Holder is ultimately wholly owned by the Trust, of which the Trustee acts as the trustee. Ms. Yue, the Record Holder, the 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, each of the Record Holder and the Trust disclaims beneficial ownership of the shares beneficially owned by the Trustee other than 67,067,805 ordinary shares represented by the ADSs. Ms. Yue disclaims beneficial ownership of the shares beneficially owned by the Trustee other than 80,592,805 ordinary shares.

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 356,788,460 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 13,525,000 ordinary 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

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, 2008

Hongmei Yue

/s/ Hongmei Yue
Hongmei Yue

LIST OF EXHIBITS

Exhibit No.	Description
A	Joint Filing Agreement

10

EXHIBIT A: Joint Filing Agreement

In accordance with Rule 13d-1(k) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing with all other Reporting Persons (as such term is defined in the Schedule 13G referred to below) on behalf of each of them of a statement on Schedule 13G (including amendments thereto) with respect to the Ordinary Shares, par value \$0.00002 per share, of China Techfaith Wireless Communication Technology Limited, a Cayman Islands company, and that this Agreement may be included as an Exhibit to such joint filing. This Agreement may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument.

[Remainder of this page has been left intentionally blank.]

Signature Page

IN WITNESS WHEREOF, the undersigned hereby execute this Agreement as of February 13, 2008.

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: 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: Director, Associate Director