

ASIA SATELLITE TELECOMMUNICATIONS HOLDINGS LTD

Form SC 13D/A

June 29, 2007

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13D  
UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(AMENDMENT NO. 2)

ASIA SATELLITE TELECOMMUNICATIONS HOLDINGS LIMITED

-----  
(Name of Issuer)

COMMON STOCK, PAR VALUE HK\$0.10 PER SHARE

-----  
(Title of class of securities)

763991-02-3

-----  
(CUSIP Number)

JOHN W. CAMPO, JR.  
MANAGING DIRECTOR & GENERAL COUNSEL  
GE CAPITAL EQUITY HOLDINGS, INC.  
201 MERRITT 7  
NORWALK, CT 06851  
(203) 229-5062

with a copy to:

JOSEPH T. VERDESCA  
WEIL, GOTSHAL & MANGES LLP  
767 FIFTH AVENUE  
NEW YORK, NEW YORK 10153  
(212) 310-8000

-----  
(Name, Address and Telephone Number of Person Authorized to  
Receive Notices and Communications)

JUNE 26, 2007

-----  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See ss. 240.13d-7 for other parties to whom copies are to be sent.

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\* 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 disclosures provided in a prior cover page.

The information required on 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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1 NAME OF REPORTING PERSON GE Pacific-1 Holdings, Inc.

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): 20-8691969

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ☐  
(see instructions) (b) ☒

3 SEC USE ONLY

4 SOURCE OF FUNDS (see instructions) N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS ☐  
IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF 7 SOLE VOTING POWER 0  
SHARES

BENEFICIALLY 8 SHARED VOTING POWER 291,174,695  
OWNED BY

EACH 9 SOLE DISPOSITIVE POWER 0  
REPORTING

PERSON WITH 10 SHARED DISPOSITIVE POWER 291,174,695

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON  
291,174,695

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) ☐  
EXCLUDES CERTAIN SHARES (see instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 74.4%

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14 TYPE OF REPORTING PERSON (see CO  
instructions)

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1 NAME OF REPORTING PERSON GE Pacific-2 Holdings, Inc.

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) 20-8691766

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ☐  
(see instructions) (b) ☒

3 SEC USE ONLY

4 SOURCE OF FUNDS (see instructions) N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS ☐  
IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF 7 SOLE VOTING POWER 0  
SHARES

BENEFICIALLY 8 SHARED VOTING POWER 291,174,695  
OWNED BY

EACH 9 SOLE DISPOSITIVE POWER 0  
REPORTING

PERSON WITH 10 SHARED DISPOSITIVE POWER 291,174,695

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON  
291,174,695

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) ☐  
EXCLUDES CERTAIN SHARES (see instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 74.4%

14 TYPE OF REPORTING PERSON (see CO  
instructions)

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1	NAME OF REPORTING PERSON	GE Pacific-3 Holdings, Inc.
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)	20-8785927
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)	(a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS (see instructions)	N/A
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION	Delaware
NUMBER OF SHARES	7 SOLE VOTING POWER	0
BENEFICIALLY OWNED BY	8 SHARED VOTING POWER	291,174,695
EACH REPORTING	9 SOLE DISPOSITIVE POWER	0
PERSON WITH	10 SHARED DISPOSITIVE POWER	291,174,695
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON	291,174,695
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)	<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	74.4%
14	TYPE OF REPORTING PERSON (see instructions)	CO

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1	NAME OF REPORTING PERSON	GE International Holdings Inc.
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)	87-0792745
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)	(a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS (see instructions)	N/A
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION	Delaware
NUMBER OF SHARES	7 SOLE VOTING POWER	0
BENEFICIALLY OWNED BY	8 SHARED VOTING POWER	291,174,695
EACH REPORTING	9 SOLE DISPOSITIVE POWER	0
PERSON WITH	10 SHARED DISPOSITIVE POWER	291,174,695
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON	291,174,695
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)	<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	74.4%
14	TYPE OF REPORTING PERSON (see instructions)	CO

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1	NAME OF REPORTING PERSON	GE CFE Luxembourg S. a r.l.
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)	20022406249

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)	(a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS (see instructions) OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION	Luxembourg
NUMBER OF SHARES	7 SOLE VOTING POWER	0
BENEFICIALLY OWNED BY	8 SHARED VOTING POWER	291,174,695
EACH REPORTING	9 SOLE DISPOSITIVE POWER	0
PERSON WITH	10 SHARED DISPOSITIVE POWER	291,174,695
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON 291,174,695	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)	<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 74.4%	
14	TYPE OF REPORTING PERSON (see instructions) CO	
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1	NAME OF REPORTING PERSON GE CFE Luxembourg Holdings L.L.C. I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) 20-5665561	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)	(a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>

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3 SEC USE ONLY

4 SOURCE OF FUNDS (see instructions) N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e): ☐

6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF SHARES	7	SOLE VOTING POWER	0
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER	291,174,695
EACH REPORTING	9	SOLE DISPOSITIVE POWER	0
PERSON WITH	10	SHARED DISPOSITIVE POWER	291,174,695

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON  
291,174,695

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions) ☐

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 74.4%

14 TYPE OF REPORTING PERSON (see instructions) CO

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1 NAME OF REPORTING PERSON GE Capital CFE, Inc.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) 06-1471032

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ☐  
(see instructions) (b) ☒

3 SEC USE ONLY

4 SOURCE OF FUNDS (see instructions) N/A

5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	[ ]
6	CITIZENSHIP OR PLACE OF ORGANIZATION	Delaware
NUMBER OF SHARES	7	SOLE VOTING POWER 0
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER 291,174,695
EACH REPORTING	9	SOLE DISPOSITIVE POWER 0
PERSON WITH	10	SHARED DISPOSITIVE POWER 291,174,695
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON 291,174,695	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)	[ ]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 74.4%	
14	TYPE OF REPORTING PERSON (see instructions) CO	
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1	NAME OF REPORTING PERSON GE Capital Equity Holdings, Inc.	
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) 06-1448607	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)	(a) [ ] (b) [X]
3	SEC USE ONLY	
4	SOURCE OF FUNDS (see instructions) OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	[ ]
6	CITIZENSHIP OR PLACE OF ORGANIZATION	Delaware

NUMBER OF SHARES	7	SOLE VOTING POWER	0
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER	291,174,695
EACH REPORTING	9	SOLE DISPOSITIVE POWER	0
PERSON WITH	10	SHARED DISPOSITIVE POWER	291,174,695

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON  
291,174,695

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)  
EXCLUDES CERTAIN SHARES (see instructions) ☐

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 74.4%

14 TYPE OF REPORTING PERSON (see CO  
instructions)

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1 NAME OF REPORTING PERSON General Electric Capital Corporation  
PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) 13-1500700

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ☐  
(see instructions) (b) ☒

3 SEC USE ONLY

4 SOURCE OF FUNDS (see instructions) OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS ☐  
IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF 7 SOLE VOTING POWER 0  
SHARES

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BENEFICIALLY OWNED BY	8	SHARED VOTING POWER	291,174,695
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EACH REPORTING	9	SOLE DISPOSITIVE POWER	0
-----			
PERSON WITH	10	SHARED DISPOSITIVE POWER	291,174,695
-----			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON 291,174,695		
-----			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions)		[ ]
-----			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		74.4%
-----			
14	TYPE OF REPORTING PERSON (see instructions)		CO
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1	NAME OF REPORTING PERSON General Electric Capital Services, Inc.  I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) 06-1109503		
-----			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)		(a) [ ] (b) [X]
-----			
3	SEC USE ONLY		
-----			
4	SOURCE OF FUNDS (see instructions) N/A		
-----			
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):		[ ]
-----			
6	CITIZENSHIP OR PLACE OF ORGANIZATION		Delaware
-----			
NUMBER OF SHARES	7	SOLE VOTING POWER	Disclaimed (See 11 below)
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BENEFICIALLY OWNED BY	8	SHARED VOTING POWER	Disclaimed (See 11 below)
-----			
EACH REPORTING	9	SOLE DISPOSITIVE POWER	Disclaimed (See 11 below)

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PERSON WITH 10 SHARED DISPOSITIVE POWER Disclaimed (See 11 below)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON Beneficial ownership of all shares is disclaimed by General Electric Capital Services, Inc.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (see instructions) ☐

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Not Applicable (See 11 above)

14 TYPE OF REPORTING PERSON (see instructions) CO

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1 NAME OF REPORTING PERSON General Electric Company  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) 14-0689340

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions) (a) ☐ (b) ☒

3 SEC USE ONLY

4 SOURCE OF FUNDS (see instructions) N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e): ☐

6 CITIZENSHIP OR PLACE OF ORGANIZATION New York

NUMBER OF 7 SOLE VOTING POWER Disclaimed (See 11 below)  
SHARES

BENEFICIALLY 8 SHARED VOTING POWER Disclaimed (See 11 below)  
OWNED BY

EACH 9 SOLE DISPOSITIVE POWER Disclaimed (See 11 below)  
REPORTING

PERSON WITH 10 SHARED DISPOSITIVE POWER Disclaimed (See 11 below)

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11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON Beneficial ownership of all shares is disclaimed by General Electric Company

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12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) [ ] EXCLUDES CERTAIN SHARES (see instructions)

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Not applicable (See 11 above)

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14 TYPE OF REPORTING PERSON (see CO instructions)

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This Amendment No. 2 to Schedule 13D amends the Schedule 13D initially filed with the Securities and Exchange Commission (the "SEC") by General Electric Capital Corporation, GE Pacific-1 Holdings, Inc., GE Pacific-2 Holdings, Inc., GE Pacific-3 Holdings, Inc., GE International Holdings Inc., GE CFE Luxembourg S.a r.l., GE CFE Luxembourg L.L.C, GE Capital CFE, Inc., GE Capital Equity Holdings, Inc., General Electric Capital Services, Inc., and General Electric Company on April 9, 2007, as amended by Amendment No. 1 thereto filed with the SEC on April 25, 2007 (as so amended, the "Schedule 13D"), relating to the common stock, par value HK\$0.10 per share, of Asia Satellite Telecommunications Holdings Limited. Unless otherwise defined herein, all capitalized terms shall have the meaning given to them in the Schedule 13D, the Scheme Document or the US Offer Document, dated May 25, 2007, that forms a part of the Schedule TO-T filed with the SEC on May 25, 2007 by Asia Satellite Telecommunications Holdings Limited, AsiaCo Acquisition Ltd., Able Star Associates Limited, GE Capital Equity Investments, Inc., Bowenvale Limited, CITIC Group, and General Electric Capital Corporation (the "Schedule TO-T"), which Schedule TO-T and subsequent amendments thereto are filed herewith as Exhibits 99.11, 99.12 and 99.13, respectively.

Item 3. Source and Amount of Funds or Other Consideration.

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The response set forth in Item 3 of the Schedule 13D is hereby amended by adding to the end of Item 3 the following:

The Offers were financed from the existing resources of CITIC Group and GECC.

Item 4. Purpose of Transaction.

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The response set forth in Item 4 of the Schedule 13D is hereby amended by adding to the end of Item 4 the following.

On June 26, 2007, AsiaCo Acquisition Ltd. (the "Offeror") and Asia Satellite Telecommunications Holdings Limited jointly issued a press release (the "Third Press Release"), announcing that, as at 4:00 p.m. on Tuesday, June

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26, 2007 (Hong Kong time), and 4:00 a.m. on Tuesday, June 26, 2007 (New York time), being the last time for receiving acceptances under the Offers, the Offeror had received (i) valid acceptances under the Share Offer in respect of 19,345,825 shares of Common Stock, representing approximately 4.95% of AsiaSat's entire issued share capital; and (ii) valid acceptances under the US Share Offer in respect of 2,923,870 shares of Common Stock, representing approximately 0.75% of AsiaSat's entire issued share capital. This paragraph is qualified in its entirety by reference to the Third Press Release, which is attached hereto as Exhibit 99.14 and is incorporated herein by reference.

Prior to the Offers, the Offeror held no shares of Common Stock, although Bowenvale, a person presumed under the Takeovers Code to be acting in concert with the Offeror, beneficially owned in aggregate 268,905,000 shares of Common Stock, representing approximately 68.74% of AsiaSat's issued share capital. No shares of Common Stock have been acquired or agreed to be acquired during the Offer Period by the Offeror or any persons acting in concert with the Offeror otherwise than pursuant to the Offers.

Taking into account the valid acceptances tendered under the Share Offer and the US Share Offer, the Offeror and persons acting in concert with it are interested in 291,174,695 shares of Common Stock, representing approximately

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74.4% of AsiaSat's entire issued share capital as of the date of the Third Press Release.

Following the close of the Offers, approximately 25.6% of the AsiaSat Shares are held by the public. If the number of holders of AsiaSat Shares resident in the United States falls below 300 or AsiaSat otherwise becomes eligible for de-registration under the Exchange Act, CITIC Group and GECC intend to cause the Company to file with the SEC to request that the Company's reporting obligations under the Exchange Act be terminated or suspended. In due course, it is expected that the maintenance of the ADS listing on the NYSE will be re-examined by AsiaSat and the Board, the outcome of which may be to terminate such listing.

Item 5. Interest in Securities of the Issuer.  
-----

The response set forth in Item 5 of the Schedule 13D is hereby amended by adding to the end of Item 5(a) and Item 5(c) the following:

(a) The GE Entities hold a 50% interest in the Offeror, which currently owns 22,269,695 shares of the Common Stock, representing approximately 5.7% of the issued and outstanding Common Stock.

The Reporting Persons hereby disclaim beneficial ownership of 11,134,847 of the shares of Common Stock that are held by the Offeror, as being attributable to Able Star's beneficial ownership interest in the Offeror.

(c) Other than the acquisition by the Offeror of 22,269,695 shares of Common Stock upon the closing of the Offers, no Reporting Person has effected

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any other transaction in the Common Stock during the past 60 days. To the Reporting Persons' knowledge, none of their respective directors or officers has effected any transactions in the Common Stock during the past 60 days.

Item 7. Materials to be Filed as Exhibits.  
-----

Item 7 is hereby amended and supplemented by the addition of the following exhibits:

- 99.11 Schedule TO-T filed by Asia Satellite Telecommunications Holdings Limited, AsiaCo Acquisition Ltd., Able Star Associates Limited, GE Capital Equity Investments, Inc., Bowenvale Limited, CITIC Group, and General Electric Capital Corporation dated May 25, 2007.
- 99.12 Schedule TO-T/A filed by Asia Satellite Telecommunications Holdings Limited, AsiaCo Acquisition Ltd., Able Star Associates Limited, GE Capital Equity Investments, Inc., Bowenvale Limited, CITIC Group, and General Electric Capital Corporation dated June 14, 2007.

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- 99.13 Schedule TO-T/A filed by Asia Satellite Telecommunications Holdings Limited, AsiaCo Acquisition Ltd., Able Star Associates Limited, GE Capital Equity Investments, Inc., Bowenvale Limited, CITIC Group, and General Electric Capital Corporation dated June 26, 2007.
- 99.14 Press Release issued by AsiaCo Acquisition Ltd. and Asia Satellite Telecommunications Holdings Limited on June 26, 2007

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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.

Date: June 29, 2007

GE PACIFIC-1 HOLDINGS, INC..

By: /s/ Frank Ertl  
-----

Name: Frank Ertl  
Title: Managing Director, Chief Financial  
Officer and Treasurer

GE PACIFIC-2 HOLDINGS, INC.

By: /s/ Frank Ertl

-----  
Name: Frank Ertl  
Title: Managing Director, Chief Financial  
Officer and Treasurer

GE PACIFIC-3 HOLDINGS, INC.

By: /s/ Frank Ertl

-----  
Name: Frank Ertl  
Title: Managing Director, Chief Financial  
Officer and Treasurer

GE INTERNATIONAL HOLDINGS INC.

By: /s/ Frank Ertl

-----  
Name: Frank Ertl  
Title: Managing Director, Chief Financial  
Officer and Treasurer

GE CFE LUXEMBOURG, S. A R.L.

By: /s/ Ronald J. Herman, Jr.

-----  
Name: Ronald J. Herman, Jr.  
Title: Attorney-in-fact

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GE CFE LUXEMBOURG HOLDINGS L.L.C.

By: /s/ Frank Ertl

-----  
Name: Frank Ertl  
Title: Chief Financial Officer and  
Treasurer

GE CAPITAL CFE, INC.

By: /s/ Frank Ertl

-----  
Name: Frank Ertl  
Title: Attorney-in-fact

GE CAPITAL EQUITY HOLDINGS, INC.

By: /s/ Frank Ertl.

-----  
Name: Frank Ertl  
Title: Managing Director, Chief Financial  
Officer and Treasurer

GENERAL ELECTRIC CAPITAL CORPORATION

By: /s/ Frank Ertl

-----  
Name: Frank Ertl  
Title: Attorney-in-fact

GENERAL ELECTRIC CAPITAL SERVICES, INC.

By: /s/ Frank Ertl

-----  
Name: Frank Ertl  
Title: Attorney-in-fact

GENERAL ELECTRIC COMPANY

By: /s/ Frank Ertl

-----  
Name: Frank Ertl  
Title: Attorney-in-fact

-----  
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EXHIBIT 99.1

EXHIBIT INDEX

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Exhibit No.

99.11 Schedule TO-T filed by Asia Satellite Telecommunications Holdings  
Limited, AsiaCo Acquisition Ltd., Able Star Associates Limited, GE

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Capital Equity Investments, Inc., Bowenvale Limited, CITIC Group, and General Electric Capital Corporation dated May 25, 2007.

99.12 Schedule TO-T/A filed by Asia Satellite Telecommunications Holdings Limited, AsiaCo Acquisition Ltd., Able Star Associates Limited, GE Capital Equity Investments, Inc., Bowenvale Limited, CITIC Group, and General Electric Capital Corporation dated June 14, 2007.

99.13 Schedule TO-T/A filed by Asia Satellite Telecommunications Holdings Limited, AsiaCo Acquisition Ltd., Able Star Associates Limited, GE Capital Equity Investments, Inc., Bowenvale Limited, CITIC Group, and General Electric Capital Corporation dated June 26, 2007.

99.14 Press Release issued by AsiaCo Acquisition Ltd. and Asia Satellite Telecommunications Holdings Limited on June 26, 2007