China Netcom Group CORP (Hong Kong) LTD Form SC 13G/A February 14, 2006

	OMB APPROVAL		
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hours per	response		11

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

SCHEDULE 13G Under the Securities Exchange Act of 1934 (Amendment No. 1)\*

China Netcom Group Corporation (Hong Kong) Limited
(Name of Issuer)
Ordinary Shares, par value US\$0.04 per share
(Title of Class of Securities)
16940Q101
(CUSIP Number)
December 31, 2005
(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)
[X] 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).

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1745 (1-06)

			Page 1 of 21 pages	
	SIP No. 16940Q	 101 	13G	
1.	Name of Report I.R.S. Ident:	ificat	Person. ion No. of Above Person	
2.	Check the App	oropri	ate Box if a Member of a Group	(a) [_] (b) [_]
3.	SEC Use Only			
4.	Citizenship o		ce of Organization:	
	Number of	5.	Sole Voting Power	
В	Shares eneficially Owned by	6.	Shared Voting Power	
	Each Reporting	7.	Sole Dispositive Power	
	Person			

		8. Shared Dispositive Power	
	With:	0	
9.	Aggregate Am	ount Beneficially Owned by Each Reporting P	erson
10.	Check if the	Aggregate Amount in Row (9) Excludes Certa	in Shares
			[_]
11.	Percent of C	lass Represented by Amount in Row (9)	
12.	Type of Repo	rting Person	
	PN		
		Page 2 of 21 pages	
CU	SIP No. 16940Q	 101	
1.		rting Person. ification No. of Above Person	
	GS China Bro	adnet GP, L.L.C.	
2.		propriate Box if a Member of a Group:	(a) [_] (b) [_]
3.	SEC Use Only		
4.	Citizenship	or Place of Organization:	
	Cayman Islan	ds	
		5. Sole Voting Power	
	Number of	0	
	Shares	6. Shared Voting Power	

В	eneficially			0			
	Owned by						
	Each	7.	Sole	Dispositive	Power		
I	Reporting			0			
	Person With:	8.	Shar	ed Dispositiv	e Power		
9.	Aggregate Am	nount Be	enefic	ially Owned b	y Each Reporti	ing Person	
	0						
10.	Check if the	Aggreç	Jate A	mount in Row	(9) Excludes (	Certain Sha	res
							[_]
11.	Percent of C	Class Re	prese	 nted by Amoun	t in Row (9)		
	0.0%						
12.	Type of Repo	rting F	erson	 :			
	00						
				Page 3 of 21	pages		
CU	 SIP No. 16940Ç	2101		13G			
1.	Name of Repo	_		. of Above Pe	rson		
	GS China Bro	adNet G	P Hol	dings, L.L.C.			
2.	Check the Ap	ppropria	ite Bo	x if a Member	of a Group		[_]
3.	SEC Use Only	 7					
4.	 Citizenship	or Plac	ce of (	 Organization:			

Cayman Islands

		5.	Sole Voting Power	
Numbe	r of		0	
Shar	es		Chand Webine Dance	
Benefic	ially	6.		
Owned	by		0	
Eac	h	7.	Sole Dispositive Power	
Report	ing		0	
Pers	on			
Wit	h:	8.	•	
			0	
9. Aggr	 egate Amou	int Be	eneficially Owned by Each Reporting Person	า
	0			
10. Chec	k if the A	ggreg	gate Amount in Row (9) Excludes Certain Sh	nares
				[_]
11. Perc	 ent of Cla	 ıss Re	presented by Amount in Row (9)	
	0.0%			
12. Type	of Report	ing E	erson:	
	00			
			Page 4 of 21 pages	
	. 16940Q10		13G	
	of Report S. Identif		Person. On No. of Above Person	
GS C	hina Broad	lNet I	nvestment Holdings, L.L.C.	
2. Chec	k the Appr	opria	te Box if a Member of a Group	
				a) [_] o) [_]

3.	SEC Use Only			
4.	Citizenship o		ce of Organization:	
		5.	Sole Voting Power	
	Number of		0	
	Shares	 6.	Shared Voting Power	
I	Seneficially Owned by		0	
	Each	7.	Sole Dispositive Power	
	Reporting		0	
	Person	 8.	Shared Dispositive Power	
With:		••	0	
9.	0		eneficially Owned by Each Reportin	
				[_]
11.	Percent of Cl		epresented by Amount in Row (9)	
12.	Type of Repor		 Person:	
	00			
			Page 5 of 21 pages	
	JSIP No. 16940Q1	 L01	13G	

1.	Name of Report I.R.S. Ident:		Person. ion No. of Above Person	
	GS Capital Pa	artner	s III, L.P.	
2.	Check the App	propri	ate Box if a Member of a Group	(a) [_] (b) [_]
3.	SEC Use Only			
4.	Citizenship o	or Pla	ce of Organization:	
	Delaware			
		5.	Sole Voting Power	
	Number of		0	
Shares		6.	Shared Voting Power	
Ė	Beneficially		0	
	Owned by			
	Each	7.	Sole Dispositive Power	
	Reporting		0	
	Person	8.	Shared Dispositive Power	
With:			0	
9.	Aggregate Amo	ount B	eneficially Owned by Each Reportin	g Person
	0			
10.	Check if the	Aggre	gate Amount in Row (9) Excludes Ce	rtain Shares
				[_]
11.	Percent of C	lass R	epresented by Amount in Row (9)	
	0.0%			
12.	Type of Repo	rting	 Person:	
	PN			

Page 6 of 21 pages

CI	JSIP No. 16940Q	101 	13G	
1.	Name of Repo I.R.S. Ident GS Advisors	ificat	on No. of Above Pers	son
2.	Check the Ap	 propria	te Box if a Member (	of a Group (a) [_] (b) [_]
3.	SEC Use Only			
4.	Citizenship Delaware	or Plac	ee of Organization:	
		 5.	Sole Voting Power	
	Number of		0	
1	Shares Beneficially Owned by	6.	Shared Voting Power	
	Each Reporting	7.	Sole Dispositive Po	ower
	Person With:	8.	Shared Dispositive	Power
9.	Aggregate Am 0	 ount Be	neficially Owned by	Each Reporting Person
10.	Check if the	Aggre	rate Amount in Row (	9) Excludes Certain Shares
11.	Percent of C	 lass Re	presented by Amount	in Row (9)

		Person:	
00			
		Page 7 of 21 pages	
CUSIP No. 1694	 001.01	13G	
		100	
1. Name of Re		Person. ion No. of Above Person	
The Goldma:	n Sachs	Group, Inc.	
2. Check the	Appropri	ate Box if a Member of a Group	(a) [_] (b) [_]
3. SEC Use On	ly		
4. Citizenshi	 p or Pla	ce of Organization:	
Delaware			
	 5.	Sole Voting Power	
	 5.	Sole Voting Power	
Delaware  Number of  Shares	5.		
Delaware  Number of  Shares  Beneficially		0	
Delaware  Number of  Shares  Beneficially  Owned by	6.	O Shared Voting Power 17,656,242	
Number of Shares Beneficially Owned by Each		Shared Voting Power  17,656,242  Sole Dispositive Power	
Number of Shares Beneficially Owned by Each Reporting	6.	Shared Voting Power  17,656,242  Sole Dispositive Power  0	
Number of Shares Beneficially Owned by Each Reporting Person	 6. 	Shared Voting Power  17,656,242  Sole Dispositive Power	
Delaware  Number of Shares  Beneficially Owned by Each Reporting	 6. 	Shared Voting Power  17,656,242  Sole Dispositive Power  0	

9

10.	Check if the	Aggrega	te Amount in Row (9) Excludes (	Certain Shares
				[_]
11.	Percent of C	lass Rep	resented by Amount in Row (9)	
	0.3%			
12.	Type of Repo	rting Pe	rson:	
	HC-CO			
			Page 8 of 21 pages	
CUS	IP No. 16940Q	 101 	13G	
1.	-		rson. n No. of Above Person	
	Goldman, Sac	hs & Co.		
2.	Check the Ap	propriat	e Box if a Member of a Group	(a) [_] (b) [_]
3.	SEC Use Only			
4.	Citizenship	or Place	of Organization:	
	New York			
		5.	Sole Voting Power	
	Number of		0	
	Shares			
Ве	eneficially	•	17,656,242	
	Owned by			
	Each	7.	Sole Dispositive Power	
F	Reporting		0	
	Person			

	With:	8. Shared Dispositive Power 17,877,402	
9.	17,877,4	unt Beneficially Owned by Each Repo	rting Person
10.		Aggregate Amount in Row (9) Exclude	s Certain Shares
11.	0.3%	ass Represented by Amount in Row (9	
12.		ting Person:	
 CU; 	SIP No. 16940Q1	Page 9 of 21 pages 01 13G	
1.		ting Person. fication No. of Above Person rtners III Offshore, L.P.	
2.	Check the App	ropriate Box if a Member of a Group	(a) [_] (b) [_]
3.	SEC Use Only		
4.	Citizenship o		
	Number of	5. Sole Voting Power 0	
		6. Shared Voting Power	

В	eneficially			0		
	Owned by					
	Each	7.	Sole	Dispositive Powe	:r	
	Reporting			0		
	Person With:	8.	Shar	ed Dispositive Po	wer	
				0		
9.	Aggregate Ar	nount Be	enefic	ially Owned by Ea	ch Reporting Per	son
	0					
10.	Check if the	 Aggreg	Jate Ai	 mount in Row (9)	Excludes Certain	Shares
						[_]
11.	Percent of (	Class Re	prese	nted by Amount in	Row (9)	
	0.0%					
 12.	Type of Repo		orgon			
12.	PN	orcing F	ELSON	•		
				Page 10 of 21 pa	ıges	
CU	 SIP No. 16940(	2101		13G		
1.	Name of Repo			. of Above Person	1	
	Goldman, Sac	chs & Co	o. oHG			
2.	Check the Ap	opropria	ite Bo	x if a Member of	a Group	(a) [_] (b) [_]
						·~/ [_]
3.	SEC Use Only	7				
4.	 Citizenship	or Plac	ce of (	 Organization:		

	Germany			
		5.	Sole Voting Power	
	Number of		0	
	Shares		Shared Voting Power	
Ве	eneficially	•	0	
	Owned by		· 	
	Each	7.	Sole Dispositive Power	
Ι	Reporting		0	
	Person	8.	Shared Dispositive Power	
	With:		0	
9.	Aggregate Amon	 unt B∈	neficially Owned by Each Reportin	ng Person
10.	Check if the A	Aggrec	rate Amount in Row (9) Excludes Co	ertain Shares
				[_]
11.	Percent of Cla	ass Re	presented by Amount in Row (9)	
	0.0%			
12.	Type of Report	 ting E	erson:	
	PN			
			Page 11 of 21 pages	
CUS	SIP No. 16940Q1	 01 	13G	
1.	Name of Report		erson. on No. of Above Person	
	GS Capital Par (with limitat:		III Germany Civil Law Partnersh: liability)	Lp
2.	Check the App:	 ropria	te Box if a Member of a Group	(a) [_]

		(b) [_]
3. SEC Use Only		
4. Citizenship o	r Place of Organizatio	n:
	5. Sole Voting Pow	er
Number of	0	
Shares Beneficially	6. Shared Voting P	ower
Owned by		
Each Reporting	7. Sole Dispositiv 0	e Power
Person With:	8. Shared Disposit	ive Power
9. Aggregate Amo	unt Beneficially Owned	by Each Reporting Person
10. Check if the	Aggregate Amount in Ro	w (9) Excludes Certain Shares
		[_]
11. Percent of Cl	ass Represented by Amo	unt in Row (9)
12. Type of Repor	ting Person:	
PN		
	Page 12 of	21 pages
CUSIP No. 16940Q1		3G

1.	Name of Reporting Person. I.R.S. Identification No. of Above Person							
	Stone Street Fund 2000, L. P.							
2.			ate Box if a Member of a	(a) [_] (b) [_]				
3.	SEC Use Only							
4.	Citizenship o	r Plac	ce of Organization:					
	Delaware							
		5.	Sole Voting Power					
	Number of		0					
т.	Shares		Shared Voting Power					
Beneficially Owned by			0					
	Each	7.	Sole Dispositive Power					
	Reporting		0					
Person With:		8.	Shared Dispositive Pow	er				
			0					
9.	Aggregate Amo	unt Be	eneficially Owned by Eac	h Reporting Person				
10.			gate Amount in Row (9) E	xcludes Certain Shares				
				[_]				
11.	Percent of Cl	ass Re	epresented by Amount in	Row (9)				
12.	Type of Repor							

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CU	SIP No. 16940Q	101	13G	
1.	Name of Repo	_	Person. On No. of Above Person	
	Stone Street	Fund 2	2000, L.L.C.	
2.	Check the Ap	propria	ate Box if a Member of a Group	(a) [_] (b) [_]
3.	SEC Use Only			
4.	Citizenship Delaware	or Plac	ce of Organization:	
		5.	Sole Voting Power	
	Number of		0	
В	Shares eneficially Owned by	6.	Shared Voting Power	
	Each	7.	Sole Dispositive Power	
	Reporting		0	
	Person With:	8.	Shared Dispositive Power	
9.	Aggregate Am	ount Be	eneficially Owned by Each Report	ing Person
10.	Check if the	Aggre	gate Amount in Row (9) Excludes	Certain Shares
11.	Percent of C	 lass Re	epresented by Amount in Row (9)	

	0.0%		
12.	Type of Repo	orting Person:	
	00		
		Page 14 of 21 pages	
CUS	SIP No. 16940Ç		
1.	_	orting Person. ification No. of Above Person	
	Bridge Stree	t Special Opportunities Fund 2000, L. F	· 
2.	Check the Ap	propriate Box if a Member of a Group	(a) [_] (b) [_]
3.	SEC Use Only	,	
4.	Citizenship Delaware	or Place of Organization:	
		5. Sole Voting Power	
	Number of	0	
Be	Shares eneficially	6. Shared Voting Power	
2.	Owned by	0	
	Each	7. Sole Dispositive Power	
Ι	Reporting	0	
	Person	8. Shared Dispositive Power	
	With:	0	

10.	Check if the	Aggreg	ate Amount	in Row (9)	Excludes	Certain Shares		
						[_]		
11.	Percent of C	lass Re	presented b	by Amount	in Row (9)			
	0.0%							
12.	Type of Repo	rting P	erson:					
	PN							
			Page	15 of 21 p	pages			
CU:	SIP No. 16940Q	101		13G				
1.	Name of Repo			Above Perso	 on			
	Bridge Stree	Bridge Street Special Opportunities 2000, L.L.C.						
2.	Check the Ap	propria	te Box if a	a Member oi	f a Group	(a) [_] (b) [_]		
3.	SEC Use Only							
4.	Citizenship Delaware	or Plac	e of Organ	ization:				
		 5.	Sole Votin	ng Power				
	Number of		0					
Shares Beneficially		 6.	Shared Vot	 ting Power				
		0						
	Owned by							
	Each	7.	Sole Dispo	ositive Pow	wer			
Ŧ	Reporting		0					

# Edgar Filing: China Netcom Group CORP (Hong Kong) LTD - Form SC 13G/A Person 8. Shared Dispositive Power With: 0 9. Aggregate Amount Beneficially Owned by Each Reporting Person 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares 11. Percent of Class Represented by Amount in Row (9) 0.0% 12. Type of Reporting Person: 00 \_\_\_\_\_\_ Page 16 of 21 pages .\_\_\_\_\_ CUSIP No. 16940Q101 13G \_\_\_\_\_\_ 1. Name of Reporting Person. I.R.S. Identification No. of Above Person CNC Cayman, Limited 2. Check the Appropriate Box if a Member of a Group (a) [\_] (b) [\_] \_\_\_\_\_\_ 3. SEC Use Only -----4. Citizenship or Place of Organization: Cayman Islands \_\_\_\_\_\_ 5. Sole Voting Power Number of 0

Shares ------

D 6' . ' . 1 1	6. SI	hared Voting Power	
Beneficially		0	
Owned by			
Each	7. S	ole Dispositive Power	
Reporting		0	
Person			
With:	8. S	hared Dispositive Power	
		0	
9. Aggregate Amo		ficially Owned by Each Reporting Person	
0			
10. Check if the I	Aggregate	e Amount in Row (9) Excludes Certain Share	
			[_]
		esented by Amount in Row (9)	
0.0%			
12. Type of Report	ting Per	son:	
СО			
		Page 17 of 21 pages	
Item 2(e).	CUSIP Nu	mber:	
	16940Q10		
Item 4.	Ownershi	p.*	
		eneficially owned: response(s) to Item 9 on the attached cov	ver page(s).
` '		of Class: response(s) to Item 11 on the attached cov	ver page(s).
(c).	Number o	f shares as to which such person has:	
	(i).	Sole power to vote or to direct the vot response(s) to Item 5 on the attached cov	
	(ii).	Shared power to vote or to direct the vot response(s) to Item 6 on the attached cov	
	(iii).	Sole power to dispose or to direct the	_

cover page(s).

- (iv). Shared power to dispose or to direct the disposition
   of: See the response(s) to Item 8 on the attached
   cover page(s).
- Item 5. Ownership of Five Percent or Less of a Class.

  If this statement is being filed to report the fact that as of the date hereof the reporting persons have ceased to be the beneficial owners of more than five percent of the class of securities, check the following [X].
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

See Exhibit (99.2) as previously reported.

\_\_\_\_\_

\* In accordance with the Securities and Exchange Commission (the "SEC") Release No. 34-39538 (January 12, 1998), this filing reflects the securities beneficially owned by the investment banking division ("IBD") of The Goldman Sachs Group, Inc. and its subsidiaries and affiliates (collectively, "GSG"). This filing does not reflect securities, if any, beneficially owned by any other operating unit of GSG. IBD disclaims beneficial ownership of the securities beneficially owned by (i) any client accounts with respect to which IBD or its employees have voting or investment discretion, or both and (ii) certain investment entities, of which IBD is the general partner, managing general partner or other manager, to the extent interests in such entities are held by persons other than IBD.

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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: February 14, 2006

CNC FUND, L.P.

CNC CAYMAN LIMITED, in its capacity as a general partner of CNC Fund, L.P.

By:/s/ Wenlong Sun

-----

Name: Wenlong Sun

Title: Authorized Signatory

By:/s/ Mary Nee

Name: Mary Nee

Title: Director

CNC CAYMAN, LIMITED

By:/s/ Wenlong Sun

Name: Wenlong Sun

Title: Authorized Signatory

GS CHINA BROADNET GP, L.L.C.

By:/s/ Mary Nee

Name: Mary Nee Title: Director

GS CHINA BROADNET GP HOLDINGS, L.L.C.

By:/s/ Mary Nee

\_\_\_\_\_

Name: Mary Nee Title: Director

GS CHINA BROADNET INVESTMENT HOLDINGS, L.L.C.

By:/s/ Mary Nee \_\_\_\_\_

Name: Mary Nee Title: Director

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SIGNATURE (continued)

GS CAPITAL PARTNERS III, L.P.

By:/s/ Roger S. Begelman

Name: Roger S. Begelman Title: Attorney-in-fact

GS ADVISORS III, L.L.C.

By:/s/ Roger S. Begelman

Name: Roger S. Begelman

Title: Attorney-in-fact

THE GOLDMAN SACHS GROUP, INC.

By:/s/ Roger S. Begelman

Name: Roger S. Begelman Title: Attorney-in-fact

GOLDMAN, SACHS & CO.

By:/s/ Roger S. Begelman

Name: Roger S. Begelman Title: Attorney-in-fact

GS CAPITAL PARTNERS III OFFSHORE, L.P.

By:/s/ Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

GOLDMAN, SACHS & CO. OHG

By:/s/ Roger S. Begelman

Name: Roger S. Begelman
Title: Attorney-in-fact

GS CAPITAL PARTNERS III GERMANY CIVIL LAW PARTNERSHIP

(with limitation of liability)

By:/s/ Roger S. Begelman

Name: Roger S. Begelman Title: Attorney-in-fact

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SIGNATURE (continued)

STONE STREET FUND 2000, L.P.

By:/s/ Roger S. Begelman

\_\_\_\_\_

Name: Roger S. Begelman Title: Attorney-in-fact

STONE STREET 2000, L.L.C.

By:/s/ Roger S. Begelman

\_\_\_\_\_

Name: Roger S. Begelman
Title: Attorney-in-fact

BRIDGE STREET SPECIAL OPPORTUNITIES FUND 2000, L.P.

By:/s/ Roger S. Begelman

\_\_\_\_\_\_

Name: Roger S. Begelman Title: Attorney-in-fact

BRIDGE STREET SPECIAL OPPORTUNITIES 2000, L.L.C.

By:/s/ Roger S. Begelman

\_\_\_\_\_

Name: Roger S. Begelman
Title: Attorney-in-fact

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