

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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| OMB APPROVAL | |
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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| 1. Name and Address of Reporting Person* <u>MACLELLAN DOUGLAS CHARLES</u> (Last) (First) (Middle) <u>NO. 3 MIN ZHUANG ROAD, BUILDING 6, QUAN HUI GU TUSPARK, HAIDIAN DISTRICT</u> (Street) <u>BEIJING, F4 100195</u> (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) <u>11/30/2009</u> | 3. Issuer Name and Ticker or Trading Symbol <u>ChinaNet Online Holdings, Inc. [CNET]</u> | |
| | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) | 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Stock Option (Right to Buy) | (1) | 11/30/2014 | Common Stock | 24,000 | 5 | D | |
| Stock Option (Right to Buy) | (2) | 11/30/2014 | Common Stock | 20,000 | 5 | D | |

Explanation of Responses:

- The option vests in equal quarterly annual installments over 24 months from the date of the grant, so long as Mr. MacLellan serves as a member of the board of directors of the issuer.
- The option vests in equal quarterly annual installments over 24 months from the date of the grant, so long as Mr. MacLellan serves as the issuer's audit committee chairman.

/s/ Douglas MacLellan 11/30/2009

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

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

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 Number.