

SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

**SCHEDULE 13G**  
**(Rule 13d-102)**

**Information to be Included in Statements Filed Pursuant to Rule 13d-1(b), (c) and (d) and  
Amendments Thereto Filed Pursuant to Rule 13d-2  
Under the Securities Exchange Act of 1934  
(Amendment No. \_\_\_\_)\***

**AirMedia Group Inc.**  
(Name of Issuer)

**Ordinary Shares**  
(Title of Class of Securities)

**G0135J 109**  
(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 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).

1 Name of Reporting Person

Global Gateway Investments Limited

2 Check the Appropriate Box if A Member of A Group

(a) (b) 

3 SEC Use Only

4 Citizenship or Place of Organization

British Virgin Islands

5 Sole Voting Power

26,100,000 ordinary shares. Each of CDH China Growth Capital Fund II, L.P. and CDH China Growth Capital Holdings Company Limited may also be deemed to have sole voting power with respect to the above shares.

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person  
With

6 Shared Voting Power

0

7 Sole Dispositive Power

26,100,000 ordinary shares. Each of CDH China Growth Capital Fund II, L.P. and CDH China Growth Capital Holdings Company Limited may also be deemed to have sole dispositive power with respect to the above shares.

8 Shared Dispositive Power

0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

26,100,000 ordinary shares

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares 

11 Percent of Class Represented By Amount In Row 9

19.6%

12 Type of Reporting Person

CO

1 Name of Reporting Person

CDH China Growth Capital Fund II, L.P.

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

26,100,000 ordinary shares. Each of Global Gateway Investments Limited and CDH China Growth Capital Holdings Company Limited may also be deemed to have sole voting power with respect to the above shares.

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person  
With

6 Shared Voting Power

0

7 Sole Dispositive Power

26,100,000 ordinary shares. Each of Global Gateway Investments Limited and CDH China Growth Capital Holdings Company Limited may also be deemed to have sole dispositive power with respect to the above shares.

8 Shared Dispositive Power

0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

26,100,000 ordinary shares

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares 

11 Percent of Class Represented By Amount In Row 9

19.6%

12 Type of Reporting Person

PN

1 Name of Reporting Person

CDH China Growth Capital Holdings Company 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

26,100,000 ordinary shares. Each of CDH China Growth Capital Fund II, L.P. and Global Gateway Investments Limited may also be deemed to have sole voting power with respect to the above shares.

Number of  
Shares

6 Shared Voting Power

Beneficially

0

Owned by  
Each

7 Sole Dispositive Power

Reporting

Person

With

26,100,000 ordinary shares. Each of CDH China Growth Capital Fund II, L.P. and Global Gateway Investments Limited may also be deemed to have sole dispositive power with respect to the above shares.

8 Shared Dispositive Power

0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

26,100,000 ordinary shares

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares 

11 Percent of Class Represented By Amount In Row 9

19.6%

12 Type of Reporting Person

CO

- Item 1 (a). Name of Issuer:**  
AirMedia Group Inc.
- Item 1 (b). Address of Issuer's Principal Executive Offices:**  
17/F, Sky Plaza  
No. 46 Dongzhimenwai Street  
Dongcheng District, Beijing 100027  
People's Republic of China
- Item 2 (a). Name of Person Filing:**  
Global Gateway Investments Limited  
CDH China Growth Capital Fund II, L.P.  
CDH China Growth Capital Holdings Company Limited
- Item 2 (b). Address of Principal Business Office or, if None, Residence:**  
For all reporting persons herein:  
c/o CDH Investment Advisory Private Limited  
Level 30  
Six Battery Road  
Singapore 049909
- Item 2 (c). Citizenship:**  
Global Gateway Investments Limited – British Virgin Islands  
CDH China Growth Capital Fund II, L.P. – Cayman Islands  
CDH China Growth Capital Holdings Company Limited – Cayman Islands
- Item 2 (d). Title of Class of Securities:**  
Ordinary Shares
- Item 2 (e). CUSIP Number:**  
G0135J 109
- Item 3. Not Applicable**

**Item 4. Ownership:**

The following information with respect to the ownership of the ordinary shares of the issuer by each of the reporting persons is provided as of December 31, 2007:

<u>Reporting Person</u>	<u>Amount beneficially owned:</u>	<u>Percent of class:</u>	<u>Sole power to vote or direct the vote:</u>	<u>Shared power to vote or to direct the vote:</u>	<u>Sole power to dispose or to direct the disposition of:</u>	<u>Shared power to dispose or to direct the disposition of:</u>
Global Gateway Investments Limited	26,100,000	19.6%	26,100,000	0	26,100,000	0
CDH China Growth Capital Fund II, L.P.	26,100,000	19.6%	26,100,000	0	26,100,000	0
CDH China Growth Capital Holdings Company Limited	26,100,000	19.6%	26,100,000	0	26,100,000	0

Global Gateway Investments Limited is the record owner of 26,100,000 ordinary shares of the issuer. CDH China Growth Capital Fund II, L.P. ("CDH Fund II") owns 100% of the total outstanding shares of Global Gateway Investments Limited. CDH China Growth Capital Holdings Company Limited ("CDH Growth Capital Holdings") is the general partner of CDH Fund II and has the power to direct CDH Fund II as to the voting and disposition of shares directly and indirectly held by CDH Fund II.

The investment committee of CDH Growth Capital Holdings comprises Shangzhi Wu, Shuge Jiao and Xinlai Liu. Changes to the investment committee require the approval of the directors of CDH Growth Capital Holdings. The directors of CDH Growth Capital Holdings are nominated by the principal shareholders of CDH Growth Capital Holdings, being (i) an affiliate of Capital Z Partners, (ii) an affiliate of the Government of Singapore Investment Corporation, and (iii) China Diamond Holdings II, L.P., a British Virgin Islands limited partnership controlled by senior members of the CDH Fund II investment team. Pursuant to Section 13(d) of the Securities Exchange Act of 1934, as amended, and the rules promulgated thereunder, Shangzhi Wu, Shuge Jiao and Xinlai Liu may be deemed to share beneficial ownership of the ordinary shares held by Global Gateway Investments Limited. Such persons disclaim such beneficial ownership.

**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 6, 2008

Global Gateway Investments Limited

By: /s/ Wu Shangzhi

Name: Wu Shangzhi

Title: Director

CDH China Growth Capital Fund II, L.P.

By: CDH China Growth Capital Holdings Company Limited, its General Partner

By: /s/ Wu Shangzhi

Name: Wu Shangzhi

Title: Director

CDH China Growth Capital Holdings Company Limited

By: /s/ Wu Shangzhi

Name: Wu Shangzhi

Title: Director

**LIST OF EXHIBITS**

<u>Exhibit No.</u>	<u>Description</u>
A	Joint Filing Agreement

**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 \$0.001 per share, of AirMedia Group Inc., a Cayman Islands exempted 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 6, 2008.

Global Gateway Investments Limited

By: /s/ Wu Shangzhi

Name: Wu Shangzhi

Title: Director

CDH China Growth Capital Fund II, L.P.

By: CDH China Growth Capital Holdings Company Limited, its General Partner

By: /s/ Wu Shangzhi

Name: Wu Shangzhi

Title: Director

CDH China Growth Capital Holdings Company Limited

By: /s/ Wu Shangzhi

Name: Wu Shangzhi

Title: Director