FOYO PETER A Form 4 July 19, 2011

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * FOYO PETER A			2. Issuer Name and Ticker or Trading Symbol NII HOLDINGS INC [NIHD]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
1875 EXPLORER STREET, SUITE 1000		T, SUITE	(Month/Day/Year) 07/15/2011	Director 10% Owner X Officer (give title Other (special below) President, Nextel Mexico			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
RESTON, VA	20190		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	le I - Non	ı-D	erivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	07/15/2011		S(1)		100	D		119,949 (2)	D	
Common Stock	07/15/2011		S		100	D	\$ 41.435	119,849	D	
Common Stock	07/15/2011		S		200	D	\$ 41.44	119,649	D	
Common Stock	07/15/2011		S		100	D	\$ 41.445	119,549	D	
Common Stock	07/15/2011		S		100	D	\$ 41.4475	119,449	D	

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Common Stock	07/15/2011	S	400	D	\$ 41.45	119,049	D
Common Stock	07/15/2011	S	100	D	\$ 41.455	118,949	D
Common Stock	07/15/2011	S	200	D	\$ 41.46	118,749	D
Common Stock	07/15/2011	S	100	D	\$ 41.465	118,649	D
Common Stock	07/15/2011	S	100	D	\$ 41.4675	118,549	D
Common Stock	07/15/2011	S	300	D	\$ 41.47	118,249	D
Common Stock	07/15/2011	S	100	D	\$ 41.53	118,149	D
Common Stock	07/15/2011	S	100	D	\$ 41.54	118,049	D
Common Stock	07/15/2011	S	100	D	\$ 41.55	117,949	D
Common Stock	07/15/2011	S	300	D	\$ 41.555	117,649	D
Common Stock	07/15/2011	S	300	D	\$ 41.56	117,349	D
Common Stock	07/15/2011	S	500	D	\$ 41.57	116,849	D
Common Stock	07/15/2011	S	200	D	\$ 41.575	116,649	D
Common Stock	07/15/2011	S	200	D	\$ 41.58	116,449	D
Common Stock	07/15/2011	S	100	D	\$ 41.585	116,349	D
Common Stock	07/15/2011	S	100	D	\$ 41.5875	116,249	D
Common Stock	07/15/2011	S	328	D	\$ 41.59	115,921	D
Common Stock	07/15/2011	S	150	D	\$ 41.595	115,771	D
Common Stock	07/15/2011	S	100	D	\$ 41.6	115,671	D
Common Stock	07/15/2011	S	100	D	\$ 41.605	115,571	D

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerci	isable and	7. Title	e and	8. Price of	ç
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	te	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/Y	(ear)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
					Date	Expiration	Title	Number			
						Exercisable	Date	Title	of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FOYO PETER A 1875 EXPLORER STREET SUITE 1000 RESTON, VA 20190

President, Nextel Mexico

Signatures

Shana Smith 07/19/2011 Attorney-in-Fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).
- (1) The trades reported in this Form 4 were made pursuant to a Rule 10b-5-1 trading plan adopted by the reporting person on December 17, 2010
- The amount of securities beneficially owned following reported transactions on this column 5 of Table I includes 3,333 shares of restricted stock that vest on April 22, 2012; 2,967 shares of restricted stock that vest on April 23, 2012; 2,966 shares of restricted stock that vest on April 23, 2013; 6,552 shares of restricted stock that vest on April 20, 2012; 6,552 shares of restricted stock that vest on April 20, 2013; and 6,552 shares of restricted stock that vest on April 20, 2014.

Reporting Owners 3

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Remarks:

Trades made on 7/15/2011 are reported on 4 separate Form 4 filings. This is 1 of 4.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.