

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

---

**FORM 6-K**

---

**Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act Of 1934**

**FOR THE MONTH OF APRIL 2011**

**COMMISSION FILE NUMBER: 001-33863**

---

**XINYUAN REAL ESTATE CO., LTD.**

---

**27/F, China Central Place, Tower II  
79 Jianguo Road, Chaoyang District  
Beijing 100025  
People's Republic of China  
(Address of principal executive offices)**

---

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_.

TABLE OF CONTENTS

[Signature](#)  
[Exhibit Index](#)  
[EX-99.1 Press Release](#)

Page  
3  
4

---

[Table of Contents](#)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Xinyuan Real Estate Co., Ltd.

By: /s/ Thomas Gurnee

Name: Thomas Gurnee

Title: Chief Financial Officer

Date: April 20, 2011

---

[Table of Contents](#)

**EXHIBIT INDEX**

Exhibit Number	Description
99.1	Exhibit 99.1 – Press Release

**Xinyuan Real Estate Co., Ltd. Files 2010 Annual Report on Form 20-F**

BEIJING, China, April 20, 2011 – Xinyuan Real Estate Co., Ltd. (“Xinyuan” or “the Company”) (NYSE: XIN), a residential real estate developer with a focus on high growth, strategic Tier II cities in China, today announced that it filed its Annual Report on Form 20-F for the fiscal year ended December 31, 2010 with the U.S. Securities and Exchange Commission. An electronic copy of the annual report on Form 20-F can be accessed on Xinyuan’s investor relations website at <http://www.xyre.com> and on the SEC’s website at [www.sec.gov](http://www.sec.gov).

Xinyuan will also furnish a hard copy of the Company’s 2010 audited financial statements to any shareholder who requests it, free of charge.

**About Xinyuan Real Estate Co., Ltd.**

Xinyuan Real Estate Co., Ltd. (“Xinyuan”) (NYSE: XIN) is a developer of large scale, high quality residential real estate projects aimed at providing middle-income consumers with a comfortable and convenient community lifestyle. Xinyuan focuses on China’s Tier II cities, characterized as larger, more developed urban areas with above average GDP and population growth rates. Xinyuan has expanded its network to cover a total population of over 44.7 million people in seven strategically selected Tier II cities, comprising Hefei, Jinan, Kunshan, Suzhou, Zhengzhou, Xuzhou and Chengdu. Xinyuan is the first real estate developer from China to be listed on the New York Stock Exchange. For more information, please visit <http://www.xyre.com>

For more information, please contact:

**In China:**

Mr. Tom Gurnee  
Chief Financial Officer  
Tel: +86 (10) 8588-9390  
Email: [tom.gurnee@xyre.com](mailto:tom.gurnee@xyre.com)

Ms. Helen Zhang  
Director of Investor Relations  
Tel: +86 (10) 8588-9255  
Email: [yuan.z@xyre.com](mailto:yuan.z@xyre.com)

**In the United States:**

Mr. William Zima  
ICR, Inc.  
Tel: +1 (203) 682-8200  
Email: [william.zima@icrinc.com](mailto:william.zima@icrinc.com)

Ms. Kate Messmer  
ICR, Inc.  
Tel: +1 (203) 682-8338  
Email: [kate.messmer@icrinc.com](mailto:kate.messmer@icrinc.com)