

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 OCTOBER 2016  
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):

This Form 6-K is hereby incorporated by reference into the registration statements of the Company on Form S-8 (Registration Numbers 333-152637, 333-198525 and 333-205371) and on Form F-3 (Registration Number 333-192046) and any outstanding prospectus, offering circular or similar document issued or authorized by the Company that incorporates by reference any of the Company's reports on Form 6-K that are incorporated into its registration statements filed with the Securities and Exchange Commission, and this Form 6-K shall be deemed a part of each such document from the date on which this Form 6-K is filed, to the extent not superseded by documents or reports subsequently filed or furnished by the Company under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.

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**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/ Helen Zhang

Name: Helen Zhang

Title: Chief Financial Officer

Date: October 19, 2016

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
Exhibit 99.1	Xinyuan Real Estate Co., Ltd. 2018 Note Redemption Completion Announcement dated October 19, 2016
Exhibit 99.2	Xinyuan Real Estate Co., Ltd. Press Release dated October 19, 2016

*This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No securities may be offered or sold in the United States absent registration or an applicable exemption from registration requirements. Any public offering of securities to be made in the United States will be made by means of a prospectus. Such prospectus will contain detailed information about the company making the offer and its management and financial statements. The Company does not intend to make any public offering of securities in the United States.*



XINYUAN REAL ESTATE CO., LTD.

鑫苑地产控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

#### COMPLETION OF REDEMPTION OF SENIOR NOTES DUE 2018

Reference is made to the announcement of Xinyuan Real Estate Co., Ltd. (the “**Company**”) dated September 14, 2016 (the “**Announcement**”) in relation to the Company informing the Trustee and holders of the 2018 Notes of its intention to redeem an aggregate principal amount of US\$183,000,000 of all outstanding 2018 Notes on October 18, 2016. Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Announcement.

The Company has redeemed an aggregate principal amount of US\$183,000,000 of all outstanding 2018 Notes on the Redemption Date (the “**Redemption**”) at the redemption price equal to 106.625% of the principal amount thereof, being US\$195,123,750, plus accrued and unpaid interest of US\$11,113,590 to the Redemption Date. The total redemption price paid by the Company on the Redemption Date is US\$206,237,340.

Upon completion of the Redemption, the 2018 Notes will be cancelled and delisted from the official list of the Singapore Exchange Securities Trading Limited.

On behalf of the Board  
**Xinyuan Real Estate Co., Ltd.**  
**Yong Zhang**  
*Chairman*

October 19, 2016

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**Xinyuan Real Estate Co., Ltd. Completes Redemption of 13.25% Senior Notes due 2018**

**BEIJING, China, October 19, 2016** – Xinyuan Real Estate Co., Ltd. (“Xinyuan” or “the Company”) (NYSE: XIN), an NYSE-listed real estate developer and property manager primarily in China and recently in other countries, today announced that the Company has redeemed an aggregate principal amount of US\$183,000,000 of all outstanding 13.25% Senior Notes due 2018 (the “2018 Notes”) on the Redemption Date (the “Redemption”) of October 18, 2016 at the redemption price equal to 106.625% of the principal amount thereof, being US\$195,123,750, plus accrued and unpaid interest of US\$11,113,590 to the Redemption Date. The total redemption price paid by the Company on the Redemption Date is US\$206,237,340.

Xinyuan funded the redemption using the proceeds from the offering of its 8.125% Senior Notes due 2019 issued on August 30, 2016.

Mr. Yong Zhang, Chairman of Xinyuan, commented, “We are pleased to complete the early redemption of the 2018 Notes. This transaction represents a meaningful improvement to our balance sheet, extends the maturity of the Company’s long-term debt and lowers our financing costs. The refinancing allows Xinyuan greater flexibility to continue executing on its real estate development projects and creates additional value for shareholders.”

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

Xinyuan Real Estate Co., Ltd. (“Xinyuan”) is an NYSE-listed real estate developer and property manager primarily in China and recently in other countries. In China, the Company develops and manages large scale, high quality real estate projects in over ten tier one and tier two cities, including Beijing, Shanghai, Zhengzhou, Jinan, Xi’an, Suzhou, among others. Xinyuan was one of the first Chinese real estate developers to enter the U.S. market and over the past few years has been active in real estate development in New York. The Company aims to provide comfortable and convenient real estate related products and services to middle-class consumers. For more information, please visit <http://www.xyre.com>.

**Safe Harbor Statement**

Certain statements in this press release constitute "forward-looking statements". These statements are made under the "safe harbor" provisions of the U.S. Private Securities Litigation Reform Act of 1995. These forward-looking statements includes statements about estimated financial performance, sales performance and activity, among others and can generally be identified by terminology such as "will," "expects," "anticipates," "future," "intends," "plans," "believes," "estimates" and similar statements. Statements that are not historical statements are forward-looking statements. Forward-looking statements involve inherent risks and uncertainties that could cause actual results to differ materially from those projected or anticipated, including, but not limited to, our ability to continue to implement our business model successfully; our ability to secure adequate financing for our project development; our ability to successfully sell or complete our property projects under construction and planning; our ability to enter into new geographic markets and expand our operations into new operational areas/activities; the marketing and sales ability of our third-party sales agents; the performance of our third-party contractors; the impact of laws, regulations and policies relating to real estate developers and the real estate industry in the countries in which we operate; our ability to obtain permits and licenses to carry on our business in compliance with applicable laws and regulations; competition from other real estate developers; the growth of the real estate industry in the markets in which we operate; fluctuations in general economic and business conditions in the markets in which we operate; and other risks outlined in our public filings with the Securities and Exchange Commission, including our annual report on Form 20-F for the year ended December 31, 2015. Except as required by law, we undertake no obligation to update or review publicly any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statement is made.

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For more information, please contact:

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