

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 2013  
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-\_\_\_\_\_.

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This Form 6-K is hereby incorporated by reference into the registration statement of Xinyuan Real Estate Co., Ltd. (“Xinyuan” or the “Company”) on Form S-8 (Registration Number 333-152637) 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Form 6-K shall be deemed a part of each such document from the date on which this Form 6-K is filed, to the extent not superseded by documents or reports subsequently filed or furnished by the Company under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as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.

## TABLE OF CONTENTS

	<u>Page</u>
Signature	2
Exhibit Index	3
Exhibit 99.1	Press Release of Xinyuan Real Estate Co., Ltd., dated October 25, 2013

**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/ Kevin Wei  
Name: Kevin Wei  
Title: Chief Financial Officer

Date: October 25, 2013

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release of Xinyuan Real Estate Co., Ltd., dated October 25, 2013

## **Xinyuan Real Estate Co., Ltd. Announces New Development Project**

BEIJING, Oct. 25, 2013 /PRNewswire/ -- Xinyuan Real Estate Co., Ltd. ("Xinyuan" or "the Company") (NYSE: XIN), a residential real estate developer with a focus on high growth cities in China, today announced that it has acquired a residential project in Kunshan, Jiangsu Province. Xinyuan obtained this project through the acquisition of a local privately-owned real estate company in Kunshan.

The total site area of the land parcel is approximately 145,776 square meters. The development project will primarily be comprised of high rise residential apartment units for a total estimated construction gross floor area of approximately 284,000 square meters.

The total acquisition price for the project was approximately RMB844 million (approximately US\$137.3 million). Xinyuan acquired equity of the local real-estate company valued at approximately RMB567 million (approximately US\$93 million). Approximately RMB276 million (approximately US\$45 million) of the entity's existing debt was paid off upon closing of the transaction. The Company is in the process of evaluating accounting treatment as well as future land appreciation tax and corporate income tax impact associated with this acquisition.

Mr. Yong Zhang, Chairman of Xinyuan, commented, "We are pleased to have acquired this land parcel with construction-in-progress in Kunshan, a market in which we've experienced strong investment returns in the past. Our new project is a great follow on project to our Kunshan International City Garden project, where we have sold 96% of the total sellable GFA as of June 2013. The new Kunshan development is located in a desirable location, near a recently opened subway line that allows for direct travel to Shanghai within 60 minutes. We currently expect pre-sales for this project can commence as early as the 2013 fourth quarter."

"We've announced five new projects in the last two months and continue to evaluate other compelling development opportunities. As demand for housing in China remains steady, we intend to expand our development portfolio to maximize our growth and profits for our shareholders."

### **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. In China, Xinyuan primarily focuses its development projects in Tier II cities, Zhengzhou, Ji'nan, Suzhou, Kunshan, Xuzhou, Chengdu and Hefei. The Company's U.S. development arm, XIN Development Group International, Inc., is a pioneer amongst Chinese real estate residential developers, entering the US market in 2012. Xinyuan is the first real estate developer from China to be listed on the New York Stock Exchange. For more information, please visit <http://en.xyre.com/ir.html>.

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## Safe Harbor Statement

This press release contains 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 can be identified by terminology such as "will," "expects," "anticipates," "future," "intends," "plans," "believes," "estimates," "confident" and similar statements. Statements that are not historical facts, including statements concerning our beliefs, forecasts, estimates and expectations, 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, the risk that: our financing costs are subject to changes in interest rates; our results of operations may fluctuate from period to period; the recognition of our real estate revenue and costs relies on our estimation of total project sales value and costs; we may be unable to acquire desired development sales at commercially reasonable costs; increases in the price of raw materials may increase our cost of sales and reduce our earnings; we are heavily dependent on the performance of the residential property market in China, which is at a relatively early development stage; PRC economic, political and social conditions as well as government policies can affect our business; the market price of our ADSs may be volatile, 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, 2012. Except as required by law, we undertake no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events.

For more information, please contact:

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