

**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 2015
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 Xinyuan Real Estate Co., Ltd. (“Xinyuan” or the “Company”) on Form S-8 (Registration Numbers 333-152637 and 333-198525) 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Form 6-K shall be deemed a part of each such document from the date on which this Form 6-K is filed, to the extent not superseded by documents or reports subsequently filed or furnished by the Company under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as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/ Yong Zhang
Name: Yong Zhang
Title: Chairman

Date: April 9, 2015

EXHIBIT INDEX

Exhibit Number	Description
Exhibit 99.1	Xinyuan Real Estate Co., Ltd. Press Release dated April 9, 2015

Xinyuan Real Estate Co., Ltd. Announces Management Change

Beijing, April 9, 2015 - 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 Dr. Manbo He has advised the Company that he is stepping down as Chief Financial Officer effective immediately due to personal reasons. Dr. He has indicated that he will be available through April 30, 2015 to ensure an orderly transition. Dr. He's resignation was not the result of any disagreement with the Company with respect to the Company's financial or accounting practices.

The Company has announced the appointment of Mr. Huaiyu "George" Liu as its new Chief Financial Officer, effective April 9th. Mr. Liu joins Xinyuan from Savills Asia Pacific where he served as Chief Financial Officer since 2011. In this role, Mr. Liu was responsible for all finance, accounting, tax, and audit matters, and covered risk management, legal and compliance, strategic planning, and corporate development as well. Savills Asia Pacific is part of Savills (LSE: SVS), a global real estate service provider and one of the FTSE 250.

From 2005-2011, Mr. Liu served as the Regional Finance Controller for the Asia region for Stena Envac, a European multinational focused on construction and engineering. In this role, he was responsible for all financial and accounting matters for Envac's Asia operations. Mr. Liu holds a Bachelor's degree in Economics from Shenzhen University, an MBA from Cornell University and holds designations as a Certified Public Accountant – HKICPA and Chartered Accountant - ICAEW designations.

Mr. Yong Zhang, Chairman of Xinyuan, commented, "I am pleased to welcome Mr. Liu, a seasoned CFO with extensive experience in the real estate sector. We anticipate he will be an excellent addition to our team and we look forward to working with George, leveraging his experience and capabilities as we continue to scale our operations in China. I'd like to thank Dr. He for his contributions to Xinyuan over the last year and we wish him well in his future endeavors."

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 high growth cities, including Zhengzhou, Jinan, Suzhou, Kunshan, Xuzhou, Chengdu, Shanghai, Beijing, Tianjin, Changsha, Sanya, Xi'an 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://www.xyre.com>.

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