

China XD Plastics Co Ltd  
 Form 3/A  
 January 26, 2010

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â XD Engineering Plastics Co Ltd</p> <p>(Last) (First) (Middle)</p> <p>PO BOX 957, OFFSHORE INCORPORATIONS                  CTR,Â ROAD TOWN</p> <p>(Street)</p> <p>TORTOLA,Â D8Â 00000</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/31/2008</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>China XD Plastics Co Ltd [CXDC]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p>___ Director ___X___ 10% Owner                  ___ Officer ___ Other                  (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>01/16/2009</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><u>X</u> Form filed by One Reporting Person                  ___ Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	405,865	D	Â
Series B Preferred	1,000,000 <u>(2)</u>	D	Â

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Series A Convertible Perferred Stock	Â (1)	Â (1)	Common Stock	1,000,000 \$ (1)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
XD Engineering Plastics Co Ltd PO BOX 957, OFFSHORE INCORPORATIONS CTR ROAD TOWN TORTOLA, D8 00000	Â	Â X	Â	Â

## Signatures

/s/ Piao Qiuyao 01/21/2010

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Series A Convertible Preferred Stock shall be automatically converted upon successful increase of the total authorized shares of common
- (1) stock into fully paid nonassessable shares of Common stock at the approximate ratio of 1:39 shares of Common stock so that all 1,000,000 shares of Series A Convertible Preferred stock shall convert into 38,194,072 shares of Common Stock.
  - (2) Series B Preferred stock shall have an aggregate voting power of 40% of the combined voting power of the entire company's shares, Common Stock and Preferred stock as long as the Company is in existence.

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.