

Han Jie  
Form 4  
September 29, 2011

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person \*  
Han Jie

(Last) (First) (Middle)

NO. 9 DALIAN N RD, HARBIN  
DEV ZONE,, HAPING ROAD  
CENTRALIZED INDUSTRIAL  
PARK

(Street)

HEILONGJIANG  
PROVINCE, F4 150060

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
China XD Plastics Co Ltd [CXDC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/28/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock of par value US\$0.0001	09/28/2011		J	(1) 16,000,000	D \$ 0 24,382,598	I	Through 100% ownership of XDE

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

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SEC 1474 (9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Han Jie NO. 9 DALIAN N RD, HARBIN DEV ZONE, HAPING ROAD CENTRALIZED INDUSTRIAL PARK HEILONGJIANG PROVINCE, F4 150060	X	X	Chief Executive Officer	

## Signatures

/s/ Jie HAN 09/28/2011

\_\_Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(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).

Pursuant to a Securities Purchase Agreement (the "SPA") entered into by and between XD Plastics Company Limited (the "Issuer"), MSPEA Modified Plastics Holding Limited (the "Purchaser"), XD. Engineering Plastics Company Limited ("XDE"), and the Reporting Person on August 15, 2011, XDE, an entity wholly owned by the Reporting Person, entered into a Share Pledge Agreement with the Purchaser on September 28, 2011. Pursuant to the Share Pledge Agreement, XDE pledged 16,000,000 shares of common stock of the Issuer that it holds (the "Pledged Shares") to the Purchaser to secure certain obligations of the Issuer, the Reporting Person, and XDE itself (the "Secured Obligations") under the SPA. XDE may not transfer or otherwise dispose of the Pledged Shares without the prior written consent of the Purchaser until satisfaction of the Secured Obligations. No price was paid for the Pledged Shares by the Purchaser.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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