

ReneSola Ltd
Form F-6 POS
August 24, 2011

As filed with the Securities and Exchange Commission on August 24, 2011

Registration No. 333-162257

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1 TO THE

FORM F-6
REGISTRATION STATEMENT

under
THE SECURITIES ACT OF 1933
For Depositary Shares Evidenced by American Depositary Receipts

of

RENESOLA LTD

(Exact name of issuer of deposited securities as specified in its charter)

N/A

(Translation of issuer's name into English)

BRITISH VIRGIN ISLANDS

(Jurisdiction of incorporation or organization of issuer)

THE BANK OF NEW YORK MELLON

(Exact name of depositary as specified in its charter)

One Wall Street New York, N.Y. 10286

(212) 495-1784

(Address, including zip code, and telephone number, including area code, of depositary's principal executive offices)

**The Bank of New York Mellon
ADR Division**

One Wall Street, 29th Floor

New York, New York 10286

(212) 495-1784

(Address, including zip code, and telephone number, including area code, of agent for service)

**Copies to:
Peter B. Tisne, Esq.
Emmet, Marvin & Martin, LLP
120 Broadway
New York, New York 10271
(212) 238-3010**

It is proposed that this filing become effective under Rule 466

immediately upon filing

on (Date) at (Time).

If a separate registration statement has been filed to register the deposited shares, check the following box.

Pursuant to Rule 429 under the Securities Act of 1933, the Prospectus contained herein also relates to the Depositary Shares of the registrant covered by a previous Registration Statement on Form F-6 of the registrant (Regis. No. 333-148559).

The prospectus consists of the proposed revised Form of American Depositary Receipt included as Exhibit A to the Form of Amended and Restated Deposit Agreement filed as Exhibit 1 to this Post-Effective Amendment No. 1 to the Registration Statement which is incorporated herein by reference.

PART I

INFORMATION REQUIRED IN PROSPECTUS

Item - 1.

Description of Securities to be Registered

Cross Reference Sheet

Item Number and Caption

Location in Form of Receipt Filed Herewith as Prospectus

1. Name and address of depositary

Introductory Article

2. Title of American Depositary Receipts and identity of Face of Receipt, top center deposited securities

Terms of Deposit:

(i) The amount of deposited securities represented by Face of Receipt, upper right corner one unit of American Depositary Receipts

(ii) The procedure for voting, if any, the deposited Articles number 15, 16 and 18 securities

(iii) The collection and distribution of dividends Articles number 4, 12, 13, 15 and 18

(iv) The transmission of notices, reports and proxy soliciting material Articles number 11, 15, 16 and 18

(v) The sale or exercise of rights Articles number 13, 14, 15 and 18

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(vi) The deposit or sale of securities resulting from Articles number 12, 13, 15, 17 and 18 dividends, splits or plans of reorganization

(vii) Amendment, extension or termination of the Articles number 20 and 21 deposit agreement

(viii) Rights of holders of Receipts to inspect the Article number 11 transfer books of the depository and the list of holders of Receipts

(ix) Restrictions upon the right to deposit or withdraw Articles number 2, 3, 4, 5, 6 and 8 the underlying securities

(x) Limitation upon the liability of the depository Articles number 14, 18, 21 and 22

3. Fees and Charges Articles number 7 and 8

Item - 2.

Available Information

Public reports furnished by issuer

Article number 11

PART II

INFORMATION NOT REQUIRED IN PROSPECTUS

Item - 3.

Exhibits

a.

Form of Deposit Agreement dated as of January 28, 2008, as amended and restated as of August ____, 2011, among ReneSola Ltd, The Bank of New York Mellon (formerly known as The Bank of New York) as Depository, and all Owners and Holders from time to time of American Depository Receipts issued thereunder. - Filed herewith as Exhibit 1.

b.

Form of letter dated January 28, 2008 from The Bank of New York to ReneSola Ltd relating to pre-release activities. - Previously Filed.

c.

Every material contract relating to the deposited securities between the Depository and the issuer of the deposited securities in effect at any time within the last three years. See (a) and (b) above.

d.

Opinion of Emmet, Marvin & Martin, LLP, counsel for the Depository, as to legality of the securities to be registered. - Previously Filed.

e.

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Certification under Rule 466. Not Applicable.

Item - 4.

Undertakings

Previously Filed.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that all the requirements for filing on Form F-6 are met and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, August 24, 2011.

Legal entity created by the agreement for the issuance of American Depositary Receipts for Ordinary Shares of ReneSola Ltd

By:

The Bank of New York Mellon,
As Depositary

By: /s/ Joanne Di Giovanni Hawke

Name: Joanne Di Giovanni Hawke

Title: Managing Director

Pursuant to the requirements of the Securities Act of 1933, ReneSola Ltd has caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned thereunto duly authorized, in Jiashan County, Zhejiang province, People's Republic of China on August 24, 2011.

RENESOLA LTD

By: /s/ Xianshou Li

Name: Xianshou Li

Title: Director and Chief Executive Officer

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Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities indicated on August 24, 2011.

| Signature | Title |
|--|---|
| /s/ * Name: Martin Bloom | Chairman |
| /s/ Xianshou Li Name: Xianshou Li | Director and Chief Executive Officer (principal executive officer) |
| /s/ Henry Wang Name: Henry Wang | Chief Financial Officer (principal financial and accounting officer) |
| /s/ * Name: Yuncai Wu | Director |
| /s/ * Name: Jing Wang | Director |
| /s/ * Name: Tan Wee Seng | Director |
| /s/ * Name: Donald J. Puglisi Title: Managing Director, Puglisi & Associates | Authorized U.S. Representative |

By /s/ Xianshou Li
Name: Xianshou Li
Title: Attorney-in-Fact

INDEX TO EXHIBITS

Exhibit

Letter

1

Exhibit

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