

ReneSola Ltd
Form 6-K
March 25, 2014

**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 UNDER
THE SECURITIES EXCHANGE ACT OF 1934**

For the month of March 2014

Commission File Number: 001-33911

RENESOLA LTD

**No. 8 Baoqun Road, YaoZhuang
Jiashan, Zhejiang 314117
People's Republic of China**
(Address of principal executive offices)

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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):

Incorporation by Reference

This Form 6-K is being incorporated by reference into the Registrant's Registration Statement on Form F-3 (No. 333-189650), initially filed with the Securities and Exchange Commission on June 28, 2013 and as amended on August 7, 2013 and September 6, 2013, and declared effective on September 9, 2013.

Fourth Quarter and Full Year 2013 Results

ReneSola Ltd (“ReneSola” or the “Company”) reported its unaudited financial results for the fourth quarter and the full year ended December 31, 2013.

Fourth Quarter 2013 Financial and Operating Highlights

Total solar module shipments were 505.3 MW, representing an increase of 9.2% from Q3 2013. Total solar wafer and module shipments in Q4 2013 were 784.1 megawatts (“MW”), representing a decrease of 7.9% from 851.0 MW in Q3 2013.

- Net revenues were US\$438.8 million, representing an increase of 4.7% from US\$419.3 million in Q3 2013.

Gross profit was US\$47.4 million with a gross margin of 10.8%, compared to gross profit of US\$34.1 million with a gross margin of 8.1% in Q3 2013.

Operating income was US\$8.2 million with an operating margin of 1.9%, compared to an operating loss of US\$180.3 million with an operating margin of negative 43.0% in Q3 2013.

Net income attributable to holders of ordinary shares was US\$0.8 million, representing basic and diluted earnings per share of US\$0.00 and basic and diluted earnings per American depositary share (“ADS”) of US\$0.01.

Cash and cash equivalents plus restricted cash were \$348.9 million as of the end of Q4 2013, compared to US\$438.5 million as of the end of Q3 2013.

Net cash outflow from operating activities was US\$29.5 million compared to net cash inflow from operating activities of US\$79.6 million in Q3 2013.

Full Year 2013 Financial and Operating Highlights

Total solar module shipments were 1,728.8 MW, representing an increase of 142.5% from 712.8 MW for full year 2012. Total solar wafer and module shipments were 3,146.5 MW, representing an increase of 42.4% from 2,209.0 MW for full year 2012.

Net revenues were US\$1,519.6 million, an increase of 56.8% from US\$969.1 million in 2012.

Gross profit was US\$103.3 million with a gross margin of 6.8%, compared to a gross loss of US\$35.7 million with a gross margin of negative 3.7% in 2012.

Operating loss was US\$222.1 million with an operating margin of negative 14.6%, mainly due to a non-cash impairment charge of US\$202.8 million recorded in Q3 2013 primarily associated with the Company's Sichuan polysilicon factory, compared to an operating loss of US\$179.0 million with an operating margin of negative 18.5% in 2012.

Net loss attributable to holders of ordinary shares was US\$259.5 million, representing basic and diluted loss per share of US\$1.42 and basic and diluted loss per ADS of US\$2.85.

Net cash inflow from operating activities was US\$120.1 million compared to net cash outflow from operating activities of US\$94.7 million in 2012.

Fourth Quarter 2013 Results*Solar Wafer and Module Shipments*

| | 4Q13 | 3Q13 | 4Q12 | Q-o-Q% | Y-o-Y% |
|---|-------|-------|-------|----------|----------|
| Total Solar Wafer and Module Shipments (MW) | 784.1 | 851.0 | 713.2 | (7.9 %) | 10.0 % |
| Module Shipments (MW) | 505.3 | 462.9 | 320.5 | 9.2 % | 57.7 % |
| Wafer Shipments (MW) | 278.9 | 388.1 | 392.7 | (28.1 %) | (29.0 %) |

The sequential increase in solar module shipments was mainly the result of increased demand in China. The sequential decrease in solar wafer shipments was the result of the Company's ongoing shift toward using its wafers for internal module production rather than external sales.

Net Revenues and Gross Profit

| | 4Q13 | 3Q13 | 4Q12 | Q-o-Q% | Y-o-Y% |
|------------------------|---------|---------|---------|--------|---------|
| Net Revenues (US\$mln) | \$438.8 | \$419.3 | \$306.5 | 4.7 % | 43.2 % |
| Gross Profit (US\$mln) | \$47.4 | \$34.1 | \$10.3 | 39.0 % | 361.5 % |
| Gross Margin | 10.8 % | 8.1 % | 3.3 % | - | - |

Revenues increased quarter-over-quarter due to an increase in the ASPs of solar modules along with growth in module shipments. The sequential increase in gross profit was due to an increase in the proportion of the Company's sales from solar modules, which generate higher margins than those of the Company's wafer business. Gross margin was positively affected by improved operation of the Company's Sichuan factory in Q4 2013 after the closure of the Phase I facility in Q3.

Operating Income (Loss)

| | 4Q13 | 3Q13 | 4Q12 | Q-o-Q% | Y-o-Y% |
|-----------------------------------|--------|-----------|-----------|----------|--------|
| Operating Expenses (US\$mln) | \$39.2 | \$ 214.3 | \$ 34.0 | (81.7 %) | 15.3 % |
| Operating Income (Loss) (US\$mln) | \$8.2 | (\$180.3) | (\$23.8) | - | - |
| Operating Margin | 1.9 % | (43.0 %) | (7.8 %) | - | - |

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The sequential decrease in operating expenses was primarily due to an impairment charge recognized in Q3 related to the Company's polysilicon Phase I facility.

Foreign Exchange Gain

The Company had a foreign exchange gain of US\$1.2 million and recognized a US\$0.9 million loss on derivatives in Q4 2013.

Change in Fair Value of Warrant Derivative Liabilities

The Company recognized a gain from a change in fair value of warrant derivative liabilities of US\$5.9 million in Q4 primarily due to the decrease in the Company's stock price.

Net Income (Loss) Attributable to Holders of Ordinary Shares

| | 4Q13 | 3Q13 | 4Q12 |
|-----------------------------------|--------|-----------|-----------|
| Net Income (Loss) (US\$mIn) | \$0.8 | (\$200.3) | (\$88.9) |
| Diluted Earnings (Loss) per Share | \$0.00 | (\$1.12) | (\$0.51) |
| Diluted Earnings (Loss) per ADS | \$0.01 | (\$2.23) | (\$1.03) |

Liquidity and Capital Resources

Net cash outflow from operating activities was US\$29.3 million in Q4 2013, compared to net cash inflow of US\$79.6 million in Q3 2013.

Net cash and cash equivalents plus restricted cash were US\$348.9 million at December 31, 2013, compared to US\$438.5 million at September 30, 2013.

Total debt was US\$742.6 million at December 31, 2013, compared to US\$831.2 million at September 30, 2013, excluding US\$111.6 million of convertible notes due March 15, 2018, unless repurchased or converted at an earlier date. Short-term borrowings were US\$673.1 million at December 31, 2013, compared to US\$695.6 million at September 30, 2013.

Full Year 2013 Results

Solar Wafer and Module Shipments

| | FY13 | FY12 | Y-o-Y% | |
|---|---------|---------|--------|---|
| Total Solar Wafer and Module Shipments (MW) | 3,146.5 | 2,209.0 | 42.4 | % |
| Module Shipments (MW) | 1,728.8 | 712.8 | 142.5 | % |
| Wafer Shipments (MW) | 1,417.7 | 1,496.2 | (5.2) | % |

The significant increase in module shipments during 2013 was mainly the result of the Company's successful efforts to improve its brand recognition and grow its market share globally as a leading module provider and improved market conditions.

Net Revenues and Gross Profit (Loss)

| | FY13 | FY12 | Y-o-Y% | |
|-------------------------------|-----------|-----------|--------|---|
| Net Revenues (US\$mIn) | \$1,519.6 | \$ 969.1 | 56.8 | % |
| Gross Profit (Loss) (US\$mIn) | \$103.3 | (\$35.7) | - | |

Gross Margin 6.8 % (3.7 %) -

The increase in revenues was the result of an increase in solar module shipments, which offset a decrease in solar module ASPs. The return to gross profit from gross loss was driven by an increase in solar module shipments and a gradual recovery in the global solar market from a situation of significant oversupply.

Operating Loss

| | FY13 | FY12 | Y-o-Y% |
|------------------------------|-----------|-----------|---------|
| Operating Expenses (US\$mIn) | \$ 325.3 | \$ 143.3 | 127.0 % |
| Operating Loss (US\$mIn) | (\$222.1) | (\$179.0) | 24.0 % |
| Operating Margin | (14.6 %) | (18.5 %) | - |

The increase in operating expenses was primarily due to (1) an impairment charge of US\$202.8 million recognized in 2013 primarily related to the Company's polysilicon facility, and (2) an increase in sales and marketing expenses in conjunction with the Company's international business development activities. The increase in operating expenses was offset by a gain of US\$34.7 million on the forfeiture by a customer of a deposit the Company received in connection with a long-term supply contract. Operating expenses represented 21.4% of total revenues in 2013, compared to 14.8% in 2012. Excluding the non-cash impairment charge and the gain, operating expenses represented 10.3% of total revenues in 2013, compared to 13.1% in 2012 excluding other impairment charges of US\$ 16.4 million.

Change in Fair Value of Warrant Derivative Liabilities

The Company recognized a gain from a change in fair value of warrant derivative liabilities of US\$3.2 million in 2013.

Net Loss Attributable to Holders of Ordinary Shares

| | FY13 | FY12 |
|------------------------|-----------|-----------|
| Net Loss (US\$mln) | (\$259.5) | (\$242.5) |
| Diluted Loss per Share | (\$1.42) | (\$1.40) |
| Diluted Loss per ADS | (\$2.85) | (\$2.81) |

Liquidity and Capital Resources

Net cash inflow from operating activities was US\$119.8 million in 2013, compared to net cash outflow of US\$94.7 million in 2012.

Net cash and cash equivalents plus restricted cash were US\$348.9 million as of the end of 2013, compared to US\$268.1 million as of the end of 2012.

As of the end of 2013, total debt was US\$742.6 million, compared to US\$790.2 million as of the end of 2012, excluding US\$111.6 million of convertible notes due March 15, 2018, unless repurchased or converted at an earlier date. As of the end of 2013, short-term borrowings were US\$673.1 million, compared to US\$733.6 million as of the end of 2012.

Polysilicon Update

The total output of polysilicon for full year 2013 was 2,875 metric tons, with an output of 1,768 metric tons in Q4 2013. The operation of the Company's Sichuan polysilicon factory was temporarily suspended for equipment maintenance and optimization purposes in Q1 2014. Full operations resumed in March of this year. With polysilicon prices recently going up and remaining stable, the Company expects to benefit from its in-house polysilicon capability

going forward.

Business Highlights

Geographic Breakdown of Module Shipments

| | 2013 Q1 | 2013 Q2 | 2013 Q3 | 2013 Q4 | FY 2013 |
|--------|------------|------------|------------|------------|------------|
| U.S. | 4.4 % | 13.0% | 30.8% | 27.4% | 20.4 % |
| Europe | 59.7% | 49.4% | 38.8% | 26.5% | 41.8 % |
| Japan | 3.2 % | 7.4 % | 6.5 % | 5.2 % | 5.7 % |
| China | 17.9% | 14.6% | 9.5 % | 21.6% | 15.9 % |
| Other | 14.8% | 15.6% | 14.4% | 19.3% | 16.2 % |

For 2014, the Company expects a material increase in module shipments to Japan.

Research and Development

During Q4, ReneSola continued to invest in the development of new technologies and to increase the efficiency of its current solar products.

Wafers and Modules

During Q4, the Company began trial production of its new A+++ wafer, and expects to begin mass production in Q2 2014. The new A+++ wafer will have an average efficiency increase of 0.25% compared to the A++ wafer.

The Company expects to launch a new Virtus III module using its own A+++ wafer in Q2 2014. The increased efficiency of the new module is expected to result in a slightly lower cost per watt compared to the Virtus II module.

The Company began mass production of its full-black mono-cell module during Q4. This is a high-end, limited supply module designed for residential rooftop use. The full-black module blends seamlessly with the black back panel and provides high efficiency along with a sleek appearance.

The Company's newly developed glass-glass module, which features exceptional reliability in terms of fireproof performance, as well as great durability under harsh environments such as desert conditions and salt and snow exposure. It is expected to start the certification process and enter trial production soon.

Inverter

The Company's micro-inverter now features remote regulation functionality, which enables customers to regulate the voltage and frequency range of the grid to meet field requirements. In Q4, the Company obtained certification for its string inverter across a number of markets, including Germany, South Africa, and the United States.

LED

The Company currently has developed 600 models of LED products, and expects to obtain TUV-CE, UL and CUL, and SAA and CTICK certificates for over 100 of these models during Q2 2014. The Company's full line of LED products is currently being marketed globally.

Recent Business Developments

In March, ReneSola announced it will deliver 66 Replus string inverters, 100 Micro Replus micro inverters, and 2,000 ReneSola 240W and 260W Virtus II modules to Enlightened Solar to be installed at residential housing developments in southeastern England.

In March, ReneSola announced it had delivered approximately 45,900 of its high-efficiency modules to the Photovoltaic Plant of Ferrara Aranova project, a 11.7MW ground-mounted solar project in Italy developed by Tozzi Sud S.p.A., an Italian designer, manufacturer, and installer of power plants.

In March, ReneSola announced it will begin manufacturing its Virtus II modules in Japan through a joint venture, Vitec Global Solar, in partnership with Vitec Co., Ltd., a Japanese trading company that specializes in the sale of semiconductor and electrical products.

In February, ReneSola announced it had opened a new office in Lyon, France. The office will provide regional sales and customer support services.

In February, ReneSola announced it is supplying 13MW of its high-efficiency Virtus and Virtus II polycrystalline solar modules to Low Carbon, a UK-based investor in renewable energy developers and projects. The modules will power a ground-mounted project on 63.5 acres of land in Wiltshire, England.

In February, ReneSola announced that it had provided 10,000 of its high efficiency solar PV modules to Chevron Energy Solutions, one of the largest installers of solar power in the United States, for a 3.1MW multi-site project in Lemoore, California. The multi-array project will consist of 2.85MW of ReneSola's 72-cell 300W polycrystalline modules and 260KW of 260W monocrystalline modules.

In February, ReneSola announced the formal launch of ReneSola Panama Inc., the Company's first branch office in Latin America. The office will be responsible for sales and marketing efforts across Latin America and the Caribbean region.

In January, ReneSola announced an agreement to provide Isolux Corsan, a global benchmark in the areas of concessions, energy, construction and industrial services and a leader in engineering, procurement and construction projects for solar PV plants, with 57 megawatts of Virtus PV modules for installation in three commercial PV projects in the United Kingdom.

In January, ReneSola announced the formal launch of ReneSola South Africa (Pty) Ltd. in Cape Town. The office will be responsible for sales and marketing efforts across Africa and South Africa.

In January, ReneSola announced it provided Isolux Corsan Servicios, S.A., a global benchmark in the areas of concessions, energy, construction and industrial services and a leader in engineering, procurement and construction projects for solar PV plants, with 31.7 MW of Virtus PV modules for a commercial PV project in the United Kingdom.

In January, ReneSola marked a year of projects that cumulatively utilize over 50MW of solar power across several sites in North Carolina and that are powered by ReneSola's high-efficiency 300W 72-cell polycrystalline solar modules.

In January, ReneSola announced it had been awarded a contract to supply 420MW of solar panels to a leading solar project developer based in Japan. ReneSola's Virtus II 300W 72-cell high-efficiency polycrystalline PV panels will be installed in over ten ground-mounted power plants in the mountain regions of Japan, and will provide power to the surrounding residential homes.

In December, ReneSola announced it had signed a Memorandum of Intent to sell three utility-scale projects in Western China, with a total capacity of 60MW, to Jiangsu Akcome Solar Science & Technology Co., Ltd. on December 30, 2013, pursuant to which the share transfer agreement was subsequently entered into on January 3, 2014.

In December, ReneSola announced its collaboration with Solar Power Systems of Mexico to implement a 192KW project for glass manufacturer Vidrio Formas in Lerma, Edo, Mexico.

In December, ReneSola announced its ReneSola Jiangsu Product Center Laboratory had received ISO/IEC 17025:2005 certification from the Canadian Standards Association, an international organization that advocates high standards in safety, sustainability, and performance. The Witnessed Manufacturer's Testing for Certification Program, led by CSA, covered 12 types of tests on ReneSola's solar panels. Certification under this program means ReneSola PV panel testing and calibration conform to international standards, and positions ReneSola's Jiangsu laboratory among leaders in the solar industry.

In December, ReneSola announced collaborative projects with Silicon Valley-based solar integrator Vista Solar. In December, ReneSola announced its collaboration with Community Energy, Inc., a Pennsylvania based developer of clean energy projects. ReneSola provided its high-efficiency PV modules to power the 63KW roof-top solar array installed at Temple University in Philadelphia, PA.

In December, ReneSola announced it will deliver 6.8MW of its high efficiency Virtus II 72-cell 300W polycrystalline photovoltaic modules to one of California's leading project developers, Pristine Sun.

In December, ReneSola announced it will partner with LTS Energy to develop a 330 kW solar project for "Ranch 41," a farm in Fallbrook, California. ReneSola will provide its high-efficiency Virtus II 305W polycrystalline modules for this fixed tilt ground mount PV project.

Safe Harbor Statement

Certain statement in this Current Report on Form 6-K may contain statements that constitute "forward-looking" statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, and as defined in the U.S. Private Securities Litigation Reform Act of 1995. Whenever you read a statement that is not simply a statement of historical fact (such as when the Company describes what it "believes," "expects" or "anticipates" will occur, what "will" or "could" happen, and other similar statements), you must remember that the Company's expectations may not be correct, even though it believes that they are reasonable. The Company does not guarantee that the forward-looking statements will happen as described or that they will happen at all. Further information regarding risks and uncertainties that could cause actual results to differ materially from those in the forward-looking statements is included in the Company's filings with the U.S. Securities and Exchange Commission, including the Company's annual report on Form 20-F. The Company undertakes no obligation, beyond that required by law, to update any forward-looking statement to reflect events or circumstances after the date on which the statement is made, even though the Company's situation may change in the future.

RENESOLA LTD

Unaudited Consolidated Balance Sheet

(US dollars in thousands)

| | Dec 31, 2013 | Sep 30, 2013 | Dec 31, 2012 |
|--|-----------------|-----------------|-----------------|
| ASSETS | | | |
| Current assets: | | | |
| Cash and cash equivalents | 86,773 | 95,240 | 93,283 |
| Restricted cash | 262,127 | 343,277 | 174,828 |
| Accounts receivable, net of allowances for doubtful accounts | 236,576 | 321,183 | 216,835 |
| Inventories | 359,577 | 342,174 | 254,880 |
| Advances to suppliers-current | 14,210 | 14,558 | 23,614 |
| Amounts due from related parties | 408 | 4,850 | 10,804 |
| Value added tax recoverable | 30,113 | 36,756 | 34,962 |
| Income tax recoverable | 2,667 | 2,810 | 2,753 |
| Prepaid expenses and other current assets | 50,031 | 22,673 | 32,799 |
| Project assets | 34,173 | 51,868 | 25,802 |
| Deferred convertible notes issue costs-current | 784 | 784 | 784 |
| Derivative assets | 1,503 | 602 | 660 |
| Assets held-for-sale | 122,638 | - | - |
| Deferred tax assets-current, net | 5,218 | 2,501 | 1,773 |
| Total current assets | 1,206,798 | 1,239,276 | 873,777 |
| Property, plant and equipment, net | 863,093 | 950,702 | 1,102,562 |
| Prepaid land use right, net | 44,996 | 45,848 | 49,937 |
| Deferred tax assets-non-current, net | 13,659 | 18,873 | 13,530 |
| Deferred convertible notes issue costs-non-current | 941 | 1,137 | 1,726 |
| Advances for purchases of property, plant and equipment | 5,627 | 2,406 | 8,317 |
| Advances to suppliers-non-current | 2,214 | 5,928 | 5,928 |
| Other long-lived assets | 2,423 | 2,596 | 2,546 |
| Total assets | 2,139,751 | 2,266,766 | 2,058,323 |
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | |
| Current liabilities: | | | |
| Short-term borrowings | 673,096 | 695,604 | 733,618 |
| Accounts payable | 656,243 | 820,009 | 483,025 |
| Advances from customers-current | 99,499 | 51,577 | 40,384 |
| Amounts due to related parties | 9,210 | 12,922 | 18,826 |
| Other current liabilities | 161,880 | 173,186 | 162,849 |
| Income tax payable | 5,306 | 1,741 | 2,552 |
| Derivative liabilities | 1,463 | 1,552 | 975 |
| Warrant derivative liabilities | 9,345 | 15,197 | - |

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| | | | | |
|---|------------|------------|------------|-----------|
| Liabilities held-for-sale | | 99,434 | - | - |
| Total current liabilities | | 1,715,476 | 1,771,788 | 1,442,229 |
| Convertible notes payable-non-current | | 111,616 | 111,616 | 111,616 |
| Long-term borrowings | | 69,489 | 135,560 | 56,580 |
| Advances from customers-non-current | | 8,154 | 9,172 | 32,271 |
| Warranty | | 20,612 | 18,067 | 10,317 |
| Deferred subsidies and other | | 46,733 | 42,569 | 29,894 |
| Other long-term liabilities | | 1,157 | 7,404 | 11,014 |
| Total liabilities | | 1,973,237 | 2,096,176 | 1,693,921 |
| Shareholders' equity | | | | |
| Common shares | 475,816 | 475,781 | 421,461 | |
| Additional paid-in capital | 4,058 | 6,099 | 5,250 | |
| Accumulated losses | (397,183) | (397,974) | (137,656) | |
| Accumulated other comprehensive income | 83,614 | 86,348 | 74,835 | |
| Total equity attributable to ReneSola Ltd | 166,305 | 170,254 | 363,890 | |
| Noncontrolling interest | 209 | 336 | 512 | |
| Total equity | 166,514 | 170,590 | 364,402 | |
| Total liabilities and equity | 2,139,751 | 2,266,766 | 2,058,323 | |

RENESOLA LTD

Unaudited Consolidated Statements of Income

(US dollar in thousands, except ADS and share data)

| | Three Months Ended | | | Twelve Months Ended | |
|--|--------------------|--------------|--------------|---------------------|--------------|
| | Dec 31, 2013 | Sep 30, 2013 | Dec 31, 2012 | Dec 31, 2013 | Dec 31, 2012 |
| Net revenues | 438,837 | 419,271 | 306,454 | 1,519,635 | 969,132 |
| Cost of revenues | (391,478) | (385,203) | (296,193) | (1,416,372) | (1,004,826) |
| Gross profit (loss) | 47,359 | 34,068 | 10,261 | 103,263 | (35,694) |
| GP% | 10.8 | % 8.1 | % 3.3 | % 6.8 | % (3.7 %) |
| Operating (expenses) income: | | | | | |
| Sales and marketing | (18,201) | (18,817) | (11,097) | (67,037) | (33,646) |
| General and administrative | (12,659) | (15,900) | (12,074) | (54,960) | (50,882) |
| Research and development | (11,265) | (14,197) | (10,612) | (46,452) | (44,102) |
| Other operating income, net | 2,960 | 37,350 | 3,894 | 45,886 | 1,656 |
| Impairment of long-lived assets | - | (202,757) | - | (202,757) | (6,438) |
| Goodwill impairment | - | - | (378) | - | (6,161) |
| Intangible asset impairment | - | - | (3,764) | - | (3,764) |
| Total operating expenses | (39,165) | (214,321) | (34,031) | (325,320) | (143,337) |
| Income (loss) from operations | 8,194 | (180,253) | (23,770) | (222,057) | (179,031) |
| Non-operating (expenses) income: | | | | | |
| Interest income | 2,735 | 2,212 | 1,380 | 8,443 | 7,118 |
| Interest expense | (13,105) | (11,910) | (12,950) | (52,109) | (50,629) |
| Foreign exchange gain (loss) | 1,187 | 2,532 | 3,054 | (368) | 1,386 |
| (Loss) gain on derivatives, net | (741) | (3,651) | 881 | 634 | (54) |
| Change in fair value of warrant derivative liabilities | 5,852 | (2,650) | - | 3,203 | - |
| | (4,072) | (13,467) | (7,635) | (40,197) | (42,179) |
| Income (loss) before income tax, noncontrolling interests | 4,122 | (193,720) | (31,405) | (262,254) | (221,210) |
| Income tax (expense) benefit | (3,321) | (6,535) | (57,508) | 2,723 | (21,352) |
| Net income (loss) | 801 | (200,255) | (88,913) | (259,531) | (242,562) |
| Less: Net income (loss) attributed to noncontrolling interests | 10 | (2) | (2) | (4) | (47) |
| Net income (loss) attributed to ReneSola Ltd | 791 | (200,253) | (88,911) | (259,527) | (242,515) |

Earnings (loss) per share

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| | | | | | | | | | |
|--|-------------|-------------|-------------|-------------|-------------|-------|---|-------|---|
| Basic | 0.00 | (1.12 |) | (0.51 |) | (1.42 |) | (1.40 |) |
| Diluted | 0.00 | (1.12 |) | (0.51 |) | (1.42 |) | (1.40 |) |
| Earnings (loss) per ADS | | | | | | | | | |
| Basic | 0.01 | (2.23 |) | (1.03 |) | (2.85 |) | (2.81 |) |
| Diluted | 0.01 | (2.23 |) | (1.03 |) | (2.85 |) | (2.81 |) |
| Weighted average number of shares used in computing earnings per share | | | | | | | | | |
| Basic | 203,341,160 | 179,375,057 | 172,773,664 | 182,167,908 | 172,671,369 | | | | |
| Diluted | 206,374,834 | 179,375,057 | 172,773,664 | 182,167,908 | 172,671,369 | | | | |

RENESOLA LTD

Unaudited Condensed Consolidated Statement of Comprehensive Income

(US dollar in thousands)

| | Three Months ended | | | Twelve Months Ended | |
|--|--------------------|--------------|--------------|---------------------|--------------|
| | Dec 31, 2013 | Sep 30, 2013 | Dec 31, 2012 | Dec 31, 2013 | Dec 31, 2012 |
| Net income (loss) | 801 | (200,255) | (88,913) | (259,531) | (242,562) |
| Other comprehensive income (loss) | | | | | |
| Foreign exchange translation adjustment | (2,734) | 2,657 | 4,129 | 8,779 | 3,190 |
| Other comprehensive income (loss) | (2,734) | 2,657 | 4,129 | 8,779 | 3,190 |
| Comprehensive loss | (1,933) | (197,598) | (84,784) | (250,752) | (239,372) |
| Less: comprehensive income (loss) attributable to non-controlling interest | 10 | (2) | (2) | (4) | (47) |
| Comprehensive loss attributed to Renesola Ltd | (1,943) | (197,596) | (84,782) | (250,748) | (239,325) |

RENESOLA LTD

Unaudited Consolidated Statements of Cash Flow

(US dollar in thousands)

| | For the year ended December 31, | |
|--|------------------------------------|------------|
| | 2013 | 2012 |
| Cash flow from operating activities: | | |
| Net loss | (259,531) | (242,562) |
| Adjustment to reconcile net loss to net cash provided by (used in) operating activity: | | |
| Inventory write-down | 740 | 59,313 |
| Depreciation and amortization | 112,894 | 93,502 |
| Amortization of deferred convertible bond issuances costs and premium | 784 | 784 |
| Allowance for doubtful receivables and advance to suppliers | 3,658 | 852 |
| Losses on derivatives | 634 | 54 |
| Fair value change of warranty liabilities | (3,203) | - |
| Gain on early extinguishment of debt | (34,707) | - |
| Share-based compensation | (265) | 2,221 |
| Loss on disposal of long-lived assets | 632 | 935 |
| Gain on disposal of land use right | (4,694) | - |
| Impairment of goodwill | - | 6,161 |
| Impairment of Intangible assets | - | 3,764 |
| Impairment of long-lived assets | 202,757 | 6,438 |
| Reversal of firm purchase commitment | - | (3,931) |
| Changes in assets and liabilities: | | |
| Accounts receivable | (25,362) | (98,242) |
| Inventories | (97,019) | (157,339) |
| Project assets | (25,101) | (21,896) |
| Advances to suppliers | 10,146 | 4,474 |
| Amounts due from related parties | 477 | 9,378 |
| Value added tax recoverable | (7,842) | 7,234 |
| Prepaid expenses and other current assets | 9,726 | (4,775) |
| Prepaid land use rights | - | 767 |
| Proceeds from disposal of land use right | 8,207 | - |
| Accounts payable | 156,692 | 243,304 |
| Advances from customers | 67,651 | (33,634) |
| Income tax payables | 2,870 | 3,658 |
| Other current liabilities | 6,384 | 3,921 |
| Other long-term liabilities | (8,690) | (982) |
| Accrued warranty cost | 9,842 | (2,617) |
| Deferred taxes assets | (3,832) | 22,441 |
| (Payment) Provision for litigation | (4,017) | 2,046 |
| Net cash provided by (used in) operating activities | 119,831 | (94,731) |

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| | | |
|---|-------------|-------------|
| Cash flow from investing activities: | | |
| Purchases of property, plant and equipment | (90,140) | (113,534) |
| Advances for purchases of property, plant and equipment | (36,098) | (22,887) |
| Cash received from government subsidy | 16,819 | 1,458 |
| Proceeds from disposal of property, plant and equipment | 442 | 187 |
| Changes in restricted cash | (80,916) | (114,453) |
| Net cash (paid)/received on settlement of derivatives | (978) | 769 |
| Purchases of investment securities | - | (759) |
| Net cash used in investing activities | (190,871) | (249,219) |
| Cash flow from financing activities: | | |
| Proceeds from bank borrowings | 1,452,032 | 1,115,847 |
| Proceeds from issuance of common shares | 70,050 | - |
| Repayment of bank borrowings | (1,450,352) | (1,056,351) |
| Proceeds from exercise of stock options | 487 | - |
| Share issuance costs | (4,552) | - |
| Contribution from noncontrolling interests | (36) | 404 |
| Issue cost refund | - | 8 |
| Net cash provided by financing activities | 67,629 | 59,908 |
| Effect of exchange rate changes | (3,099) | (1,714) |
| Net decrease in cash and cash equivalent | (6,510) | (285,756) |
| Cash and cash equivalent, beginning of year | 93,283 | 379,039 |
| Cash and cash equivalent, end of year | 86,773 | 93,283 |

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.

RENESOLA LTD

By: /s/ Xianshou Li

Name: Xianshou Li

Title: Chief Executive Officer

Date: March 25, 2014