

Li Shujun
Form SC 13G/A
February 11, 2009

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**SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
SCHEDULE 13G
(Rule 13d-102)
INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO
FILED PURSUANT TO 13d-2
(Amendment No. 1)*
Yingli Green Energy Holding Company Limited**

(Name of Issuer)

Ordinary Shares, par value US\$0.01 per share

(Title of Class of Securities)

98584B 103¹

(CUSIP Number)

December 31, 2008

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

¹ This CUSIP number applies to the Issuer's American Depositary Shares, each representing one Ordinary Share.

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1 NAMES OF REPORTING PERSONS
Shujun Li

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
People's Republic of China

5 SOLE VOTING POWER
NUMBER OF 48,807 Ordinary Shares

6 SHARED VOTING POWER
SHARES BENEFICIALLY OWNED BY 0

7 SOLE DISPOSITIVE POWER
EACH REPORTING PERSON 48,807 Ordinary Shares

8 SHARED DISPOSITIVE POWER
WITH: 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

48,807 Ordinary Shares

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

0.04%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

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ITEM 1(a). NAME OF ISSUER:

Yingli Green Energy Holding Company Limited (the Issuer)

ITEM 1(b). ADDRESS OF ISSUER S PRINCIPAL EXECUTIVE OFFICES:

No. 3055 Middle Fuxing Road
Baoding 071051
People s Republic of China

ITEM 2(a). NAME OF PERSON FILING:

This Schedule 13G is filed by and on behalf of Mr. Shujun Li.

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE, OR, IF NONE, RESIDENCE:

Unit 1206, One Lujiazui Center
68 Yincheng Rd. (C)
Shanghai 200120
People s Republic of China

ITEM 2(c). CITIZENSHIP:

Mr. Li is a citizen of the People's Republic of China.

ITEM 2(d). TITLE OF CLASS OF SECURITIES:

Ordinary Shares

ITEM 2(e). CUSIP NUMBER:

98584B 103

ITEM 3. STATEMENT FILED PURSUANT TO RULE 13d-1(b) or 13d-2(b) or (c):

Not applicable.

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ITEM 4. OWNERSHIP:

The following information with respect to the ownership of the Ordinary Shares of the Issuer by the person filing this statement is provided as of December 31, 2008. The percentage amount is based on 127,963,033 Ordinary Shares outstanding as of December 31, 2008 (excluding 1,581,636 restricted shares issued but unvested under the Issuer's 2006 stock incentive plan), as derived from the Issuer's corporate records.

| Reporting Person | Amount beneficially owned: | Percent of class: | Sole power to vote or direct the vote: | Shared power to vote or direct the vote: | Sole power to dispose or direct the disposition of: | Shared power to dispose or to direct the disposition of: |
|-------------------------|---|----------------------------------|---|---|--|---|
| Shujun Li | 48,807 | 0.04% | 48,807 | 0 | 48,807 | 0 |

Pursuant to Rule 13d-3 under the Act, Mr. Li may be deemed as the beneficial owner of 48,807 Ordinary Shares of the Issuer, representing shares held by and Fairdeal Development Ltd. Mr. Li disclaims beneficial ownership of the Ordinary Shares held by and Fairdeal Development Ltd.

Fairdeal Development Ltd. is a British Virgin Islands exempted company with limited liability. DBS Trustee Limited, a Singaporean company, holds 100% of the issued and outstanding shares of Fairdeal Development Ltd. on behalf of the family trust of Mr. Shujun Li.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following: p

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ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not applicable

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable

ITEM 10. CERTIFICATION.

Not applicable

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 11, 2009

Shujun Li

/s/ Shujun Li
Shujun Li