China Hydroelectric Corp Form SC 13D/A September 20, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 8)*

China Hydroelectric Corporation

(Name of Issuer)

Ordinary Shares, \$0.001 par value per share**

American Depositary Shares

(Title of Class of Securities)

16949D101***

(CUSIP Number)

NewQuest Asia Fund I (G.P.) Ltd.

c/o Walkers Corporate Services Limited

Walker House

87 Mary Street, George Town

Grand Cayman, Cayman Islands KY1-9005

September 19, 2012

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* 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).

** Not for trading, but in connection with the registration of American Depositary Shares, each representing 3 ordinary shares.

*** CUSIP number of the American Depositary Shares.

(1) Names of reporting persons

NewQuest Capital Management (Cayman) Limited

- (2) Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) þ
- (3) SEC use only
- (4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

shares	(8)	38,744,395 Shared voting power
beneficially		
owned by		66,040,898
each	(9)	Sole dispositive power
reporting		
person	(10)	0 Shared dispositive power
with:	(10)	Shared dispositive power
		٥
		v

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

СО

(1) Names of reporting persons

NewQuest Asia Fund I (G.P.) Ltd.

- (2) Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) þ
- (3) SEC use only
- (4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

shares	(8)	38,744,395 Shared voting power
beneficially		
owned by		66,040,898
each	(9)	Sole dispositive power
reporting		
person	(10)	38,744,395 Shared dispositive power

with:

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

СО

(1) Names of reporting persons

NewQuest Asia Fund I, L.P.

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) þ

- (3) SEC use only
- (4) Source of funds (see instructions)

WC, AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of		
shares	(8)	0 Shared voting power
beneficially		
owned by		66,040,898
each	(9)	Sole dispositive power
reporting		
person	(10)	0 Shared dispositive power
with:		

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

HC, PN

(1) Names of reporting persons

CPI Ballpark Investments Ltd

- (2) Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) þ
- (3) SEC use only
- (4) Source of funds (see instructions)

AF, WC, OO

- (5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
- (6) Citizenship or place of organization

Republic of Mauritius

(7) Sole voting power

Number of

shares (8) Shared voting power beneficially owned by each (9) Sole dispositive power reporting person 38,744,395 (10) Shared dispositive power with:

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

00

(1) Names of reporting persons

Swiss Re Financial Products Corporation (Swiss Re)

- (2) Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) þ
- (3) SEC use only
- (4) Source of funds (see instructions)

WC, AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Delaware

(7) Sole voting power

Number of

 10,114,508

 shares
 (8)

 shared voting power

 beneficially

 owned by

 each

 (9)

 sole dispositive power

 reporting

 person
 10,114,508

 (10)
 Shared dispositive power

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

СО

(1) Names of reporting persons

China Environment Fund III, L.P.

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) þ

(3) SEC use only

(4) Source of funds (see instructions)

WC, AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

shares	(8)	7,838,595 ¹ Shared voting power
beneficially		

owned by 66,040,898 (9) Sole dispositive power each

reporting

person **7,838,595**¹ (10) Shared dispositive power with:

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

PN

¹ China Environment Fund III Management, L.P. (CEF III Management), the general partner of China Environmental Fund III, L.P. (CEF III) and China Environment Fund III Holdings Ltd. (CEF III Holdings), the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and Messrs. Donald C. Ye, Shelby Chen, Michael Li, Larry Zhang and Ian Zhu, who comprise the members of the CEF III Investment Committee (the CEF III Investment Committee Members), may be deemed to have shared power to vote these shares.

(1) Names of reporting persons

China Environment Fund III Management, L.P.

- (2) Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) þ
- (3) SEC use only
- (4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

shares	(8)	7,838,595 ² Shared voting power
beneficially		
owned by		

		66,040,898
each	(9)	Sole dispositive power

reporting

person **7,838,595**² (10) Shared dispositive power with:

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

PN

 2 CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

(1) Names of reporting persons

China Environment Fund III Holdings Ltd.

- (2) Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) þ
- (3) SEC use only
- (4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

- **7,838,595**³ shares (8) Shared voting power beneficially
- owned by 66,040,898 (9) Sole dispositive power each

reporting

person **7,838,595**³ (10) Shared dispositive power with:

0

66,040,898

(12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "

(13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

00

³ CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

(1) Names of reporting persons

Donald C. Ye

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) þ

- (3) SEC use only
- (4) Source of funds (see instructions)

AF

- (5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
- (6) Citizenship or place of organization

USA

(7) Sole voting power

Number of

0 shares (8) Shared voting power

beneficially

- owned by each (9) Sole dispositive power reporting **0**
- person **U** (10) Shared dispositive power with:

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

IN

⁴ CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

(1) Names of reporting persons

Shelby Chen

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) þ

- (3) SEC use only
- (4) Source of funds (see instructions)

AF

- (5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
- (6) Citizenship or place of organization

USA

(7) Sole voting power

Number of

0 shares (8) Shared voting power

beneficially

- owned by each (9) Sole dispositive power reporting person **0**
- (10) Shared dispositive power with:

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

IN

⁵ CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

(1) Names of reporting persons

Michael Li

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) þ

- (3) SEC use only
- (4) Source of funds (see instructions)

AF

- (5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
- (6) Citizenship or place of organization

Canada

(7) Sole voting power

Number of

0 shares (8) Shared voting power

beneficially

- owned by each (9) Sole dispositive power reporting person **0**
- (10) Shared dispositive power with:

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

IN

⁶ CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

(1) Names of reporting persons

Larry Zhang

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) þ

- (3) SEC use only
- (4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

The People s Republic of China

(7) Sole voting power

Number of		
shares	(8)	0 Shared voting power
beneficially		
owned by		66,040,898 ⁷
each	(9)	Sole dispositive power
reporting		
person	(10)	0 Shared dispositive power
with:		- •

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

IN

⁷ CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

(1) Names of reporting persons

Ian Zhu

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) þ

- (3) SEC use only
- (4) Source of funds (see instructions)

AF

- (5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
- (6) Citizenship or place of organization

USA

(7) Sole voting power

Number of

0 shares (8) Shared voting power

beneficially

owned by	(9)	66,040,898⁸ Sole dispositive power
each		
reporting		
person		0

(10) Shared dispositive power with:

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

IN

⁸ CEF III Management, the general partner of CEF III, and CEF III Holdings, the general partner of CEF III Management, may each be deemed to have sole power to vote these shares, and the CEF III Investment Committee Members may be deemed to have shared power to vote these shares.

(1) Names of reporting persons

Aqua Resources Fund Limited

- (2) Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) þ
- (3) SEC use only
- (4) Source of funds (see instructions)

WC

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Guernsey, Channel Islands

(7) Sole voting power

Number of

shares (8) Shared voting power

beneficially

owned by 66,040,898 (9) Sole dispositive power each

reporting

person **5,941,613**⁹ (10) Shared dispositive power with:

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

СО

⁹ Includes 1,980,537 ADSs, representing 5,941,611 Ordinary Shares. In addition, Aqua Resources Asia Holding Limited (ARAHL) holds an additional 2 Ordinary Shares of the Company.

(1) Names of reporting persons

Aqua Resources Asia Holdings Limited

- (2) Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) þ
- (3) SEC use only
- (4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

shares (8) Shared voting power

beneficially

owned by 66,040,898 (9) Sole dispositive power

reporting

person **5,941,613¹⁰** (10) Shared dispositive power with:

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

СО

¹⁰ Includes 1,980,537 ADSs, representing 5,941,611 Ordinary Shares. In addition, ARAHL holds an additional 2 Ordinary Shares of the Company.

(1) Names of reporting persons

FourWinds Capital Management

- (2) Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) þ
- (3) SEC use only
- (4) Source of funds (see instructions)

N/A

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Cayman Islands

(7) Sole voting power

Number of

5,941,613¹¹ shares (8) Shared voting power

beneficially

- owned by each (9) Sole dispositive power reporting person **0**
 - (10) Shared dispositive power with:

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

СО

¹¹ Includes 1,980,537 ADSs, representing 5,941,611 Ordinary Shares. In addition, ARAHL holds an additional 2 Ordinary Shares of the Company.

(1) Names of reporting persons

Abrax

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) þ

- (3) SEC use only
- (4) Source of funds (see instructions)

WC, AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Hong Kong

(7) Sole voting power

Number of

shares	(8)	2,316,004 Shared voting power
beneficially		
owned by		66,040,898
each	(9)	Sole dispositive power
reporting		
person	(10)	2,316,004 Shared dispositive power
with:	(-0)	

0

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

PN

CUSIP No. 16949D101

(1) Names of reporting persons

Abrax Limited

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) þ

- (3) SEC use only
- (4) Source of funds (see instructions)

AF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

Hong Kong

(7) Sole voting power

Number of

shares (8) **2,316,004** (8) Shared voting power beneficially

owned by		66,040,898
each	(9)	Sole dispositive power

reporting

person **2,316,004¹⁴** (10) Shared dispositive power with:

0

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

СО

CUSIP No. 16949D101

(1) Names of reporting persons

IWU International Ltd. (IWU)

(2) Check the appropriate box if a member of a group (see instructions)

(a) " (b) þ

(3) SEC use only

(4) Source of funds (see instructions)

WC

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

(6) Citizenship or place of organization

British Virgin Islands

(7) Sole voting power

Number of

shares	(8)	1,085,783 Shared voting power
beneficially		
owned by		66,040,898
each	(9)	Sole dispositive power
reporting		
person with:	(10)	1,085,783 Shared dispositive power

(11) Aggregate amount beneficially owned by each reporting person

66,040,898

- (12) Check if the aggregate amount in Row (11) excludes certain shares (see instructions) "
- (13) Percent of class represented by amount in Row (11)

40.8%

(14) Type of reporting person (see instructions)

СО

This Amendment No. 8 relates to the Schedule 13D filed with the Securities and Exchange Commission on April 19, 2011 and amended on April 25, 2011, August 21, 2012, August 30, 2012, September 5, 2012, September 10, 2012, September 12, 2012 and September 17, 2012 (as so amended, the Original 13D), by the Reporting Persons named therein. Capitalized terms used but not defined herein shall have the meaning set forth in the Original 13D. Except as set forth herein, the Original 13D is unmodified.

Item 4. Purpose of Transaction

Item 4 is hereby amended to add the following:

On September 18, 2012, Institutional Shareholder Services Inc. (ISS), a leading independent proxy voting advisory firm, recommended that shareholders of the Company vote to remove five incumbent directors and to elect all four of the Consortium s nominees to the Company s Board of Directors. On September 19, 2012, the Consortium responded to the ISS recommendation by issuing a press release (the Consortium Press Release). A copy of the Consortium Press Release is attached hereto as Exhibit 99.1, and is incorporated into this Item 4 by reference.

Item 7. Material to be Filed as Exhibits.

The following are filed as exhibits hereto:

Exhibit Description of Exhibit

99.1 Consortium Press Release, dated September 19, 2012 (furnished herewith).

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.

Date: September 20, 2012

NEWQUEST CAPITAL MANAGEMENT (CAYMAN) LIMITED

By: /s/ Randhirsingh Juddoo Name: Randhirsingh Juddoo Title: Director

NEWQUEST ASIA FUND I (G.P.) LTD.

By: /s/ Darren Massara Name: Darren Massara Title: Director By: /s/ Randhirsingh Juddoo

- Name: Randhirsingh Juddoo
- Title: Director

NEWQUEST ASIA FUND I, L.P.

By: NewQuest Asia Fund I (G.P.) Ltd.

- By: /s/ Darren Massara Name: Darren Massara Title: Director
- By: /s/ Randhirsingh Juddoo
- Name: Randhirsingh Juddoo
- Title: Director

CPI BALLPARK INVESTMENTS LTD

By: /s/ Georges A. Robert Name: Georges A. Robert Title: Director

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.

Date: September 20, 2012

SWISS RE FINANCIAL PRODUCTS CORPORATION

By: /s/ Hank Chance Name: Hank Chance Title: Authorized Signatory

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.

Date: September 20, 2012	CHINA ENVIRONMENT FUND III, L.P.
	By: China Environment Fund III Management,
	L.P., its general partner
	By: China Environment Fund III Holdings Ltd.,
	its general partner
	By: /s/ Yun Pun Wong Name: Yun Pun Wong Title: Authorized signatory
Date: September 20, 2012	CHINA ENVIRONMENT FUND III
	MANAGEMENT, L.P.
	By: China Environment Fund III Holdings Ltd.,
	its general partner
	By: /s/ Yun Pun Wong Name: Yun Pun Wong Title: Authorized signatory
Date: September 20, 2012	CHINA ENVIRONMENT FUND III
	HOLDINGS LTD.
	By: /s/ Yun Pun Wong Name: Yun Pun Wong Title: Authorized signatory
Date: September 20, 2012	DONALD C. YE
	By: /s/ Donald C. Ye
Date: September 20, 2012	SHELBY CHEN
	By: /s/ Shelby Chen
Deter Sectorshar 20, 2012	
Date: September 20, 2012	MICHAEL LI
	By: /s/ Michael Li

Date: September 20, 2012

LARRY ZHANG

By: /s/ Larry Zhang

Date: September 20, 2012

IAN ZHU

By: /s/ Ian Zhu

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.

Date: September 20, 2012	AQUA RESOURCES ASIA HOLDINGS LIMITED
	By: /s/ Kimberly Tara Name: Kimberly Tara Title: Director
Date: September 20, 2012	AQUA RESOURCES FUND LIMITED
	By: FourWinds Capital Management, its investment manager
	By: /s/ Kimberly Tara Name: Kimberly Tara Title: CEO, FourWinds Capital Management
Date: September 20, 2012	FOURWINDS CAPITAL MANAGEMENT
	By: /s/ Kimberly Tara Name: Kimberly Tara Title: CEO, FourWinds Capital Management

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.

Date: September 20, 2012

ABRAX

By: /s/ Manuel Salvisberg Name: Manuel Salvisberg Title: Director

Date: September 20, 2012

ABRAX LIMITED

By: /s/ Manuel Salvisberg Name: Manuel Salvisberg Title: Director

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.

Date: September 20, 2012

IWU INTERNATIONAL LTD.

By: /s/ Li Wu Fehlmann Name: Li Wu Fehlmann Title: Director