

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Zhou Xin</u>  (Last) (First) (Middle) BUILDING 19, NO. 1355, CAOBAO ROAD MINHANG DISTRICT  (Street) SHANGHAI F4 200233  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NIO Inc. [ NIO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/01/2026</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)
			Code	V	Amount	(A) or (D)	Price			
American depositary shares <sup>(1)</sup>	06/01/2026		M		200,000	A	\$0	416,167	D	
American depositary shares <sup>(1)</sup>	06/01/2026		F		100,000 <sup>(2)</sup>	D	\$5.6 <sup>(3)</sup>	316,167	D	
Class A ordinary shares								1,000,000	I	by Prime Hubs Limited

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Restricted share units	(4)	06/01/2026		M			200,000	(5)	(5)	Class A ordinary share	\$0	0	D	

**Explanation of Responses:**

- Each American depositary share represents one Class A ordinary share.
- The reported transaction involved the withholding of 100,000 shares upon the vesting of the 200,000 restricted share units in order to pay associated taxes.
- The closing price of the Issuer's American depositary shares on the last trading day before the withholding. The Issuer expects to sell the withheld shares on behalf of the Reporting Person in the open market, and the actual sales price may differ from the closing price reported herein.
- The restricted share units evidence the contingent right to receive Class A ordinary shares upon vesting.
- The restricted share units vested on June 1, 2026, and do not have expiration dates.

/s/ Eve Tang, Attorney-in-Fact 06/01/2026  
for Xin Zhou

\*\* Signature of Reporting Person Date

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

\* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.