

---

**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 September 2019**

**Commission File Number: 001-38638**

---

**NIO Inc.**

(Registrant's Name)

---

**Building 20, 56 Antuo Road  
Jiading District, Shanghai 201804  
People's Republic of China**  
(Address of Principal Executive Offices)

---

Indicate by check mark whether the registrant files or will file annual reports under cover 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):

---

---

**SIGNATURES**

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.

**NIO Inc.**

By : /s/ Louis T. Hsieh  
Name : Louis T. Hsieh  
Title : Chief Financial Officer

---

Date: September 5, 2019

---

EXHIBIT INDEX

**Exhibit No.**

**Description**

99.1

Press Release

**NIO Announces US\$200 Million Private Placement of Convertible Notes**

SHANGHAI, CHINA, September 5, 2019 — NIO Inc. (“NIO” or the “Company”) (NYSE: NIO), a pioneer in China’s premium electric vehicle market, today announced that it has entered into convertible note subscription agreements with an affiliate of Tencent Holdings Limited (“Tencent”) and Mr. Bin Li, chairman and chief executive officer of the Company (together with Tencent, the “Investors”), pursuant to which NIO will issue and sell convertible notes (“Notes”) in an aggregate principal amount of US\$200 million to the Investors through a private placement. Consummation of the placement of the Notes is subject to satisfaction of customary closing conditions and is expected to close before the end of September.

Tencent and Mr. Li will each subscribe for US\$100 million principal amount of the convertible notes, each in two equally split tranches. The Notes issued in the first tranche will mature in 360 days, bear no interest, and require the Company to pay a premium at 2% of the principal amount at maturity. The Notes issued in the second tranche will mature in three years, bear no interest, and require the Company to pay a premium at 6% of the principal amount at maturity. The 360-day Notes will be convertible into Class A ordinary shares (or ADSs) of the Company at a conversion price of US\$2.98 per ADS at the holder’s option from the 15th day immediately prior to maturity, and the 3-year Notes will be convertible into Class A ordinary shares (or ADSs) of the Company at a conversion price of US\$3.12 per ADS at the holder’s option from the first anniversary of the issuance date. The holders of the 3-year Notes will have the right to require the Company to repurchase for cash all of the Notes or any portion thereof on February 1, 2022.

**About NIO Inc.**

NIO Inc. is a pioneer in China’s premium electric vehicle market. Founded in November 2014, NIO’s mission is to shape a joyful lifestyle by offering premium smart electric vehicles and being the best user enterprise. NIO designs, jointly manufactures, and sells smart and connected premium electric vehicles, driving innovations in next generation technologies in connectivity, autonomous driving and artificial intelligence. Redefining the user experience, NIO provides users with comprehensive, convenient and innovative charging solutions and other user-centric services. NIO began deliveries of the ES8, a 7-seater high-performance premium electric SUV in China in June 2018, and its variant, the 6-seater ES8, in March 2019. NIO officially launched the ES6, a 5-seater high-performance premium electric SUV, in December 2018 and began the first deliveries of the ES6 in June 2019.

**Safe Harbor Statement**

This press release contains statements that may constitute “forward-looking” statements pursuant to the “safe harbor” provisions of the U.S. Private Securities Litigation Reform Act of 1995. These forward-looking statements can be identified by terminology such as “will,” “expects,” “anticipates,” “aims,” “future,” “intends,” “plans,” “believes,” “estimates,” “likely to” and similar statements. Among other things, the business outlook and quotations from management in this announcement, as well as NIO’s strategic and operational plans, contain forward-looking statements. NIO may also make written or oral forward-looking statements in its periodic reports to the U.S. Securities and Exchange Commission, in its annual report to shareholders, in press releases and other written materials and in oral statements made by its officers, directors or employees to third parties. Statements that are not historical facts, including statements about NIO’s beliefs, plans and expectations, are forward-looking statements. Forward-looking statements involve inherent risks and uncertainties. A number of factors could cause actual results to differ materially from those contained in any forward-looking statement. Further information regarding these and other risks is included in NIO’s filings with the SEC. All information provided in this press release is as of the date of this press release, and NIO does not undertake any obligation to update any forward-looking statement, except as required under applicable law.

---

For more information, please visit: <http://ir.nio.com>

For investor and media inquiries, please contact:

**NIO Inc.**

Investor Relations

Tel: +86-21-6908-3681

Email: [ir@nio.com](mailto:ir@nio.com)

**The Piacente Group, Inc.**

Brandi Piacente

Tel: +1-212-481-2050

Email: [nio@tpg-ir.com](mailto:nio@tpg-ir.com)

Ross Warner

Tel: +86-10-6508-0677

Email: [nio@tpg-ir.com](mailto:nio@tpg-ir.com)