

Kandi Technologies Group, Inc.

Form 4

March 11, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Zhu Xiaoying

(Last) (First) (Middle)

C/O KANDI TECHNOLOGIES
CORP., JINHUA CITY
INDUSTRIAL ZONE

(Street)

JINHUA, ZHEJIANG
PROVINCE, F4 321016

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
Kandi Technologies Group, Inc.
[KNDI]

3. Date of Earliest Transaction
(Month/Day/Year)
04/23/2015

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chief Financial Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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)
Common Stock	04/23/2015		A	(A) or (D) Amount 40,000 (1)	\$ 0 631,746	D	
Common Stock	06/07/2015		A	(A) or (D) Amount 20,000 (2)	\$ 0 651,746	D	

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

**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 control**

SEC 1474
(9-02)

number.

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 Underlying Securities (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount Number Shares
Stock Option	\$ 9.72	05/27/2015	05/27/2015	A	400,000 (2)	05/27/2016 ⁽³⁾ 05/27/2025	Common Stock 400,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zhu Xiaoying C/O KANDI TECHNOLOGIES CORP. JINHUA CITY INDUSTRIAL ZONE JINHUA, ZHEJIANG PROVINCE, F4 321016	X		Chief Financial Officer	

Signatures

/s/ Zhu Xiaoying 03/08/2016

**Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

(1) On April 23, 2015, under the Company's 2008 Omnibus Long-Term Incentive Plan, the Company issued the Reporting Person a total of 40,000 shares of Company's Common Stock, vested immediately.

(2) On June 7, 2015, under the Company's 2008 Omnibus Long-Term Incentive Plan, the Company issued the Reporting Person a total of 20,000 shares of Company's Common Stock, vested immediately.

(3) On May 27, 2015, under the Company's 2008 Omnibus Long-Term Incentive Plan, the Company granted the Reporting Person stock option to purchase a total of 400,000 shares of Company's Common Stock, one third of the option is exercisable at the anniversary of each of the next three years.

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

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