

Kandi Technologies Group, Inc.
Form 4
March 11, 2016

FORM 4

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

OMB APPROVAL

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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

(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 Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 04/23/2015 | | A | | 40,000 (1) | A | \$ 0 631,746 D |
| Common Stock | 06/07/2015 | | A | | 20,000 (2) | A | \$ 0 651,746 D |

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

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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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| 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.