

FORM 4

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

|                          |           |
|--------------------------|-----------|
| 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.

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

|                                                                                                 |  |  |                                                                        |  |  |                                                                                                                                                                                                                                                          |  |  |
|-------------------------------------------------------------------------------------------------|--|--|------------------------------------------------------------------------|--|--|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|
| 1. Name and Address of Reporting Person *<br><u>Zhou Xin</u>                                    |  |  | 2. Issuer Name and Ticker or Trading Symbol<br><u>NIO Inc. [ NIO ]</u> |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br><div>Director10% Owner</div> <div><input checked="" type="checkbox"/> Officer (give title below)Other (specify below)</div> <div><u>Executive Vice President</u></div> |  |  |
| (Last) (First) (Middle)<br><u>BUILDING 19, NO. 1355, CAOBAO ROAD</u><br><u>MINHANG DISTRICT</u> |  |  | 2a. Foreign Trading Symbol                                             |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><br><div><input checked="" type="checkbox"/> Form filed by One Reporting Person</div> <div>Form filed by More than One Reporting Person</div>                                             |  |  |
| (Street)<br><u>SHANGHAI</u><br><u>200233</u>                                                    |  |  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>09/01/2026</u>  |  |  |                                                                                                                                                                                                                                                          |  |  |
| (City) (State) (Zip)                                                                            |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)               |  |  |                                                                                                                                                                                                                                                          |  |  |
| <u>CHINA</u>                                                                                    |  |  |                                                                        |  |  |                                                                                                                                                                                                                                                          |  |  |
| (Country)                                                                                       |  |  |                                                                        |  |  |                                                                                                                                                                                                                                                          |  |  |

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> | 09/01/2026                           |                                                    | M                              |   | 200,000                                                           | A          | \$0   | 516,167                                                                                       | 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 | Title                                                                             | Amount or Number of Shares |                                            |                                                                                                    |                                                           |                                                        |
| Restricted share units                     | (2)                                                    | 09/01/2026                           |                                                    | M                              |   |                                                                                        | 200,000 | (3)                                                      | (3)             | Class A ordinary share                                                            | 200,000                    | \$0                                        | 600,000                                                                                            | D                                                         |                                                        |

Explanation of Responses:

1. Each American depositary share represents one Class A ordinary share.
2. The restricted share units evidence the contingent right to receive Class A ordinary shares upon vesting.
3. The restricted share units vest in five equal annual installments beginning on September 1, 2025, with 20% vesting in each annual installment, subject to the terms and conditions of the underlying award agreement. The restricted share units do not have expiration dates. The vesting reported herein was as of September 1, 2026.

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

09/01/2026

\*\* 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.

\* Form 4: SEC 1474 (03-26)