



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 July 2021

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: XPeng Inc. (A company controlled through weighted voting rights and incorporated in the Cayman Islands with limited liability)

Date Submitted: 06 August 2021

I. Movements in Authorised / Registered Share Capital

1. Type of shares	WVR ordinary shares	Class of shares	Class A	Listed on SEHK (Note 1)	Yes	
Stock code	09868	Description	CLASS A ORDINARY SHARE			
		Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month		8,850,000,000	USD	0.00001	USD	88,500
Increase / decrease (-)		0			USD	
Balance at close of the month		8,850,000,000	USD	0.00001	USD	88,500

2. Type of shares	WVR ordinary shares	Class of shares	Class B	Listed on SEHK (Note 1)	No	
Stock code	09868	Description	CLASS B ORDINARY SHARE			
		Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month		750,000,000	USD	0.00001	USD	7,500
Increase / decrease (-)		0			USD	
Balance at close of the month		750,000,000	USD	0.00001	USD	7,500

3. Type of shares	WVR ordinary shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	No	
Stock code	09868	Description	CLASS C ORDINARY SHARE			

	Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month	400,000,000	USD	0.00001	USD	4,000
Increase / decrease (-)	0			USD	
Balance at close of the month	400,000,000	USD	0.00001	USD	4,000

Total authorised/registered share capital at the end of the month: USD 100,000

Remarks:

Balance upon listing on 7 July 2021

II. Movements in Issued Shares

1. Type of shares	WVR ordinary shares	Class of shares	Class A	Listed on SEHK (Note 1)	Yes	
Stock code	09868	Description	CLASS A ORDINARY SHARE			
Balance at close of preceding month			1,289,234,990			
Increase / decrease (-)			12,083,300			
Balance at close of the month			1,301,318,290			

2. Type of shares	WVR ordinary shares	Class of shares	Class B	Listed on SEHK (Note 1)	No	
Stock code	09868	Description	CLASS B ORDINARY SHARE			
Balance at close of preceding month			409,846,136			
Increase / decrease (-)			0			
Balance at close of the month			409,846,136			

Remarks:

Opening balance upon listing on 7 July 2021. The balance of Class A ordinary shares at close of 31 July 2021 includes 7,413,480 Class A ordinary shares issued to our depository bank for bulk issuance of ADSs and reserved for future issuance upon the exercise or vesting of awards granted under our 2019 Equity Incentive Plan.

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer) Not applicable

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed) Not applicable

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes)

1. Type of shares issuable	WVR ordinary shares	Class of shares	Class A	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		09868				
Description			General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (D)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
1).	Grant of a total of 3,050,798 restricted share units (the "RSUs") pursuant to grant letters signed on 7 July 2021 under the 2019 Equity Incentive Plan adopted on 28 June 2020 and approved by the shareholders of the Company on 20 August 2020		20 August 2020	0	3,050,798	
2).	Vest of a total of 8,360,802 RSUs on 1 July 2021 which were previously granted under the 2019 Equity Incentive Plan adopted on 28 June 2020 and approved by the shareholders of the Company on 20 August 2020, of which 317,500 RSUs are proposed to be satisfied by the issue of new class A ordinary shares		20 August 2020	0	317,500	

Total D (WVR ordinary shares Class A): 0

(E). Other Movements in Issued Share

1. Type of shares issuable (Note 5 and 6)		WVR ordinary shares		Class of shares	Class A		Shares issuable to be listed on SEHK (Note 1, 5 and 6)		Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)				09868						
Type of Issue		At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month			
		Currency	Amount							
1).	Other (Please specify)	HKD	165	19 July 2021		12,083,300	0			
	Partial Exercise of the Over-Allotment Option									

Total E (WVR ordinary shares Class A): 12,083,300

Total increase / decrease (-) in WVR ordinary shares Class A during the month (i.e. Total of A to E)	<u>12,083,300</u>
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IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 2);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: Yeqing Zheng

Title: Joint Company Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.

3. "Identical" means in this context:
 - . the securities are of the same nominal value with the same amount called up or paid up;
 - . they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - . they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - . "type of shares issuable" should be construed as "type of shares repurchased"; and
 - . "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares redeemed (if listed on SEHK)"; and
 - . "type of shares issuable" should be construed as "type of shares redeemed"; and
 - . "issue and allotment date" should be construed as "redemption date"