



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 December 2024

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: 07 January 2025

I. Movements in Authorised / Registered Share Capital

1. Class of shares	WVR ordinary shares	Type of shares	A	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	09868	Description	CLASS A ORDINARY SHARE			
	Number of authorised/registered shares		Par value		Authorised/registered share capital	
Balance at close of preceding month	9,250,000,000		USD	0.00001	USD	92,500
Increase / decrease (-)	0				USD	
Balance at close of the month	9,250,000,000		USD	0.00001	USD	92,500

2. Class of shares	WVR ordinary shares	Type of shares	B	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	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

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

II. Movements in Issued Shares and/or Treasury Shares

1. Class of shares	WVR ordinary shares	Type of shares	A	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	09868	Description	CLASS A ORDINARY SHARE			
		Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares		
Balance at close of preceding month		1,550,480,612	0	1,550,480,612		
Increase / decrease (-)		1,228,750	0			
Balance at close of the month		1,551,709,362	0	1,551,709,362		

2. Class of shares	WVR ordinary shares	Type of shares	B	Listed on the Exchange (Note 1)	No	
Stock code (if listed)		Description	CLASS B ORDINARY SHARE			
		Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares		
Balance at close of preceding month		348,708,257	0	348,708,257		
Increase / decrease (-)		0	0			
Balance at close of the month		348,708,257	0	348,708,257		

Remarks:

The balance of Class A ordinary shares at close of 31 December 2024 includes 1,239,898 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 and/or Treasury Shares

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

(B). Warrants to Issue Shares of the Issuer

Not applicable

(C). Convertibles (i.e. Convertible into Shares of the Issuer)

Not applicable

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

1. Class of shares	WVR ordinary shares	Type of shares	A	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	09868	Description	CLASS A ORDINARY SHARE			
Description of other agreements or arrangements		General Meeting approval date (if applicable)	Number of new shares issued during the month pursuant thereto (D1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (D2)	Number of shares which may be issued or transferred out of treasury 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, and 12,738 Class A ordinary shares were issued on 23 September 2024 to satisfy the RSUs to be vested in October 2024	20 August 2020	0	0	1,682,626	
2).	Grant of a total of 14,007,306 RSUs pursuant to grant letters signed on 28 January 2022 under the 2019 Equity Incentive Plan adopted on 28 June 2020 and approved by the shareholders of the Company on 20 August 2020, and 371,564 Class A ordinary shares were issued on 23 September 2024 to satisfy the RSUs to be vested in October 2024	20 August 2020	0	0	10,423,038	
3).	Grant of a total of 1,567,954 RSUs pursuant to grant letters signed on 26 April 2022 under the 2019 Equity Incentive Plan adopted on 28 June 2020 and approved by the shareholders of the Company on 20 August 2020, and 6,416 Class A ordinary shares were issued on 23 September 2024 to satisfy the RSUs to be vested in October 2024	20 August 2020	0	0	1,123,586	
4).	Grant of a total of 746,570 RSUs pursuant to grant letters signed on 25 July 2022 under the 2019 Equity Incentive Plan adopted on 28 June 2020 and approved by the shareholders of the Company on 20 August 2020, and 5,636 Class A ordinary shares were issued on 23 September 2024 to satisfy the RSUs to be vested in October 2024	20 August 2020	0	0	443,924	
5).	Grant of a total of 100,368 RSUs pursuant to grant letters signed on 28 September 2022 under the 2019 Equity Incentive Plan adopted on 28 June 2020 and approved by the shareholders of the Company on 20 August 2020, and 12,504 Class A ordinary shares were issued on 23 September 2024 to satisfy the RSUs to be vested in October 2024	20 August 2020	0	0	72,184	
6).	Grant of a total of 3,398,258 RSUs pursuant to grant letters signed on 24 October 2022 under the 2019 Equity Incentive Plan adopted on 28 June 2020 and approved by the shareholders of the Company on 20 August 2020, and 436,146 Class A ordinary shares were issued on 23 September 2024 to satisfy the RSUs to be vested in October 2024	20 August 2020	0	0	2,214,188	
7).	Grant of a total of 143,926 RSUs pursuant to grant letters signed on 28 December 2022 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	0	119,300	
8).	Grant of a total of 3,214,640 RSUs pursuant to grant letters signed on 18 January 2023 under the 2019 Equity Incentive Plan adopted on 28 June 2020 and approved by the shareholders of the Company on 20 August 2020, and 31,966 Class A ordinary shares were issued on 23 September 2024 to satisfy the RSUs to be vested in October 2024	20 August 2020	0	0	2,541,842	
9).	Grant of a total of 2,908,682 RSUs pursuant to grant letters signed on 24 March 2023 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	0	2,254,700	
10).	Grant of a total of 2,413,824 RSUs pursuant to grant letters signed on 21 April 2023 under the 2019 Equity Incentive Plan adopted on 28 June 2020 and approved by the shareholders of the Company on 20 August 2020, and 17,608 Class A ordinary shares were issued on 23 September 2024 to satisfy the RSUs to be vested in October 2024	20 August 2020	0	0	1,906,480	
11).	Grant of a total of 1,851,200 RSUs pursuant to grant letters signed on 14 July 2023 under the 2019 Equity Incentive Plan adopted on 28 June 2020 and approved by the shareholders of the Company on 20 August 2020, and 23,160 Class A ordinary shares were issued on 23 September 2024 to satisfy the RSUs to be vested in October 2024	20 August 2020	0	0	1,495,988	
12).	Grant of a total of 4,694,358 RSUs pursuant to grant letters signed on 20 October 2023 under the 2019 Equity Incentive Plan adopted on 28 June 2020 and approved by the shareholders of the Company on 20 August 2020, and 927,354 Class A ordinary shares were issued on 23 September 2024 to satisfy the RSUs to be vested in October 2024	20 August 2020	0	0	3,741,256	
13).	Grant of a total of 1,291,630 RSUs pursuant to grant letters signed on 31 January 2024 under the 2019 Equity Incentive Plan adopted on 28 June 2020 and approved by the shareholders of the Company on 20 August 2020, and 34,358 Class A ordinary shares were issued on 23 September 2024 to satisfy the RSUs to be vested in October 2024	20 August 2020	0	0	1,245,126	

14).	Grant of a total of 5,106,242 RSUs pursuant to grant letters signed on 19 April 2024 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	0	4,756,242
15).	Grant of a total of 6,508,732 RSUs pursuant to grant letters signed on 12 July 2024 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	0	6,508,732
16).	Grant of a total of 4,932,710 RSUs pursuant to grant letters signed on 18 October 2024 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	0	4,932,710
17).	Lapse of a total of 271,884 RSUs in December 2024 due to employees' departure 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	0	0
18).	Issue of 1,228,750 Class A ordinary shares on 18 December 2024 to satisfy the RSUs to be vested in January 2025 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	20 August 2020	1,228,750	0	0

Increase in issued shares (excluding treasury shares): 1,228,750 WVR ordinary shares A (DD1)

Decrease in treasury shares: 0 WVR ordinary shares A (DD2)

(E). Other Movements in Issued Shares and/or Treasury Shares

Not applicable

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1):	1,228,750	WVR ordinary shares A
Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2):	0	WVR ordinary shares A

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

Pursuant to Main Board Rule 13.25C / GEM Rule 17.27C, we hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued, or the treasury shares sold or transferred by the issuer during the month as set out in Parts 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 carried out in compliance with all applicable listing rules, laws and other regulatory requirements and, insofar as applicable:

(Note 4)

- (i) all money due to the listed issuer in respect of the issue of securities, or sale or transfer of treasury shares 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 5);
- (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 all 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, sale or transfer;
- (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: Company Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.
2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".
In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".
3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.
4. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable 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, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.
5. "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.