

Kandi Technologies Group, Inc.
Form DEFA14A
December 29, 2014

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

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

KANDI TECHNOLOGIES GROUP, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

SUPPLEMENT TO PROXY STATEMENT

FOR THE ANNUAL MEETING OF STOCKHOLDERS

TO BE HELD ON DECEMBER 30, 2014

On November 19, 2014, Kandi Technologies Group, Inc. (the Company) made available to the shareholders its proxy statement (the Proxy Statement) regarding the Company s annual meeting of shareholders (the Annual Meeting) to be held at 9:00 p.m., local time (8:00 a.m. E.T), on December 30, 2014 at the executive offices of the Company, located at 5F, Tower 3, Xixinxinzu, No. 550 Xixi Road, Xihu District, Hangzhou City, Zhejiang Province, China 310013. This supplement (this Supplement) revises the Proxy Statement and should be read in conjunction with it.

As described in the Proxy Statement, the presence of at least a majority of all of our shares of common stock issued and outstanding and entitled to vote at the meeting, present in person or represented by proxy, will constitute a quorum at the meeting. Based on the tabulation report as of December 24, 2014, approximately 33.93% of the shares of common stock issued and outstanding as of the record date and entitled to vote at the Annual Meeting had been voted by proxy. Unless a beneficial holder provides voting instructions to a broker holding shares on its/his/her behalf, the broker may no longer use discretionary authority to vote the shares on any of the matters to be considered at the Annual Meeting.

To assure that the Annual Meeting can be held by December 31, 2014 in compliance with the NASDAQ continuing listing standards, the Company s board of directors has approved the amendment to the Company s Bylaws to reduce the quorum from a majority to one-third of the stock of the Company outstanding and entitled to vote at the Annual Meeting, present in person or represented by proxy. The quorum reduction is one time only.

The record date remains November 3, 2014. The purposes for which the Annual Meeting is being held remain the same as those listed in the Company s Notice of Annual Meeting of Stockholders of November 20, 2014 and the Proxy Statement.
