

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>Dwivedi Apoorv</u> (Last) (First) (Middle) C/O NXU, INC. 1828 N. HIGLEY RD., SUITE 116 (Street) MESA AZ 85205 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Nxu, Inc. [NXU]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/15/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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			
Class A Common Stock ⁽¹⁾	09/15/2023		A		66,667 ⁽²⁾	A	(3)	936,630	D	
Class A Common Stock ⁽¹⁾	10/19/2023		S		19,650 ⁽⁴⁾	D	\$0.04 ⁽²⁾	916,980	D	
Class A Common Stock	10/31/2023		A		238,095	A	(5)	1,155,075	D	
Class A Common Stock	11/30/2023		A		416,667	A	(5)	1,572,742	D	
Class A Common Stock	12/04/2023		A		20,000	A	(5)	1,591,742	D	
Class A Common Stock	12/04/2023		A		30,000	A	(5)	1,621,742	D	

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)					

Explanation of Responses:

- The transaction is being reported later due to an inadvertent administrative error.
- The Reporting Person is eligible to receive a number of Performance Stock Units with a value of up to 6.25% of the Reporting Person's total annual compensation each quarter for four quarters, subject to the Reporting Person's continuous service and certain other performance conditions, beginning on the last day of the third quarter of 2023. The number of Performance Stock Units granted is calculated by dividing the dollar value of the award by the closing share price on the first trading day immediately preceding the 15th day of the month prior to each vesting date. On September 15, 2023, the Reporting Person was granted 66,667 Performance Stock Units, which vested on September 30, 2023. The Performance Stock Units may be settled solely by delivery of an equal number of shares of Class A common stock of the Issuer.
- Each restricted stock unit represents a contingent right to receive one share of Class A common stock of the Issuer.
- Represents shares of Class A common stock sold to cover tax withholding obligations and other applicable fees in connection with the vesting and settlement of Performance Stock Units pursuant to mandatory "sell to cover" provisions contained in the Reporting Person's applicable Performance Stock Unit grant agreement, and does not represent a discretionary sale by the Reporting Person.
- These Restricted Stock Units were vested upon the Reporting Person's separation from the Company.

Remarks:

/s/ Annie Pratt as attorney-in-fact for Apoorv Dwivedi 04/19/2024

** 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.