

## AMENDMENT TO CONSENT DECREE

### United States of America v. ZAP, Case No. 1:13-cv-00646-RMC

In accordance with Paragraph 26 of the Consent Decree between the United States of America and ZAP (collectively, the “Parties”) entered in the above-referenced case on July 16, 2013 (“Consent Decree”), the Parties hereby agree as follows:

1. The Consent Decree shall be, and hereby is, modified by striking Paragraph 11 thereof and replacing it with the following:

11. For each and every MY 2008 ZAP Xebra owner, as evidenced by the vehicle’s state-issued title, which may include reassignments, who requests a refund of \$3,100 in accordance with the terms of the owner notification letter, which letter is referenced above in paragraph 7 and attached as Exhibit A, ZAP shall pay the owner \$3,100 (per vehicle) by bank cashier’s check no later than April 30, 2014. More particularly, with regard to timing of payments, ZAP shall process the requests on a rolling basis. In no event shall ZAP pay each eligible owner in full later than April 30, 2014. ZAP may condition payment on the owner’s transfer of title free and clear of all liens and security interests (as set forth in the owner notification letter attached as Exhibit A) and of possession of the MY 2008 ZAP Xebra to ZAP upon payment.

2. All other provisions of the Consent Decree shall remain the same.

3. This Amendment may be signed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

[Signature pages follow]

**Agreed:**

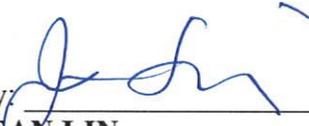
**United States of America**

**STUART F. DELERY**  
Assistant Attorney General

**RONALD C. MACHEN, JR.**  
United States Attorney

**ARTHUR R. GOLDBERG**  
Assistant Branch Director

Dated: 4/7, 2014

By:   
**JEAN LIN**  
Senior Trial Counsel  
U.S. Department of Justice  
Civil Division  
Federal Programs Branch

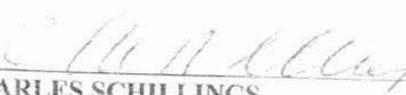
Agreed:

ZAP

Dated: 4/1, 2014

By:   
**WANG "ALEX" GANG**  
Co-Chief Executive Officer  
ZAP

Dated: 3/28, 2014

By:   
**CHARLES SCHILLINGS**  
Co-Chief Executive Officer  
ZAP

Dated: 4/4, 2014

By:   
**PRISCILLA LU**  
Chair, Board of Directors  
ZAP