
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO § 240.13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO § 240.13d-2**

**UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 1)***

EHang Holdings Limited
(Name of Issuer)

Class A ordinary shares, \$0.0001 par value per share
(Title of Class of Securities)

26853E 102**
(CUSIP Number)

December 31, 2020
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

** CUSIP number 26853E 102 has been assigned to the American depository shares ("ADSs") of the Issuer, which are quoted on The Nasdaq Global Market under the symbol "EH." Each ADS represents two Class A ordinary shares of the Issuer. No CUSIP has been assigned to the Issuer's Class A ordinary shares.

*** The Amendment No. 1. ("Amendment No. 1") dated February 3, 2021 is the final Schedule 13G to notify that we cease to be the beneficial owner of more than five percent of the class of EHang Holdings Limited (the "Issuer").

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	Name of Reporting Person Zhen Partners Fund II, L.P.	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 0
	6	Shared Voting Power 4,327,865(1)
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 4,327,865(1)
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,327,865(1)	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9 4.0%(2) (or 0.8%(2) of the aggregate voting power)	
12	Type of Reporting Person PN	

- (1) Represents 4,327,865 ordinary shares held by Zhen Partners Fund II, L.P. The general partner of Zhen Partners Fund II, L.P. is Zhen Partners Management (MTGP) II, L.P., whose general partner is Zhen Partners Management (TTGP) II, Ltd. Zhen International Ltd, wholly owned by Rosy Glow Holdings Limited, holds a 51% equity interest in Zhen Partners Management (TTGP) II, Ltd. Best Belief PTC Limited, trustee of The Best Belief Family Trust, holds a 100% equity interest in Rosy Glow Holdings Limited. Mr. Xu Xiaoping is the settlor of the Best Belief Family Trust and has the shared voting and investment control over these shares.
- (2) The beneficial ownership percentage is calculated based on 109,457,236 ordinary shares of the Issuer as a single class, being the sum of (i) 64,034,573 Class A ordinary shares issued and outstanding as of March 31, 2020, and (ii) 45,422,663 Class B ordinary shares issued and outstanding as of March 31, 2020, assuming conversion of all Class B ordinary shares into Class A ordinary shares, as reported in the Issuer's 20-F filing filed with the Securities and Exchange Commission on April 20, 2020. The voting power of the shares beneficially owned represented 0.8% of the total outstanding voting power.

1	Name of Reporting Person Zhen Partners Management (MTGP) II, L.P.	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 0
	6	Shared Voting Power 4,327,865(1)
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 4,327,865(1)
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,327,865(1)	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9 4.0%(2) (or 0.8%(2) of the aggregate voting power)	
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- (2) The beneficial ownership percentage is calculated based on 109,457,236 ordinary shares of the Issuer as a single class, being the sum of (i) 64,034,573 Class A ordinary shares issued and outstanding as of March 31, 2020, and (ii) 45,422,663 Class B ordinary shares issued and outstanding as of March 31, 2020, assuming conversion of all Class B ordinary shares into Class A ordinary shares, as reported in the Issuer's 20-F filing filed with the Securities and Exchange Commission on April 20, 2020. The voting power of the shares beneficially owned represented 0.8% of the total outstanding voting power.

1	Name of Reporting Person Zhen Partners Management (TTGP) II, Ltd.	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 0
	6	Shared Voting Power 4,327,865(1)
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 4,327,865(1)
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,327,865(1)	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9 4.0%(2) (or 0.8%(2) of the aggregate voting power)	
12	Type of Reporting Person OO	

- (1) Represents 4,327,865 ordinary shares held by Zhen Partners Fund II, L.P. The general partner of Zhen Partners Fund II, L.P. is Zhen Partners Management (MTGP) II, L.P., whose general partner is Zhen Partners Management (TTGP) II, Ltd. Zhen International Ltd, wholly owned by Rosy Glow Holdings Limited, holds a 51% equity interest in Zhen Partners Management (TTGP) II, Ltd. Best Belief PTC Limited, trustee of The Best Belief Family Trust, holds a 100% equity interest in Rosy Glow Holdings Limited. Mr. Xu Xiaoping is the settlor of the Best Belief Family Trust and has the shared voting and investment control over these shares.
- (2) The beneficial ownership percentage is calculated based on 109,457,236 ordinary shares of the Issuer as a single class, being the sum of (i) 64,034,573 Class A ordinary shares issued and outstanding as of March 31, 2020, and (ii) 45,422,663 Class B ordinary shares issued and outstanding as of March 31, 2020, assuming conversion of all Class B ordinary shares into Class A ordinary shares, as reported in the Issuer's 20-F filing filed with the Securities and Exchange Commission on April 20, 2020. The voting power of the shares beneficially owned represented 0.8% of the total outstanding voting power.

1	Name of Reporting Person Zhen International Ltd	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization British Virgin Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 0
	6	Shared Voting Power 4,327,865(1)
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 4,327,865(1)
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,327,865(1)	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9 4.0%(2) (or 0.8%(2) of the aggregate voting power)	
12	Type of Reporting Person OO	

- (1) Represents 4,327,865 ordinary shares held by Zhen Partners Fund II, L.P. The general partner of Zhen Partners Fund II, L.P. is Zhen Partners Management (MTGP) II, L.P., whose general partner is Zhen Partners Management (TTGP) II, Ltd. Zhen International Ltd, wholly owned by Rosy Glow Holdings Limited, holds a 51% equity interest in Zhen Partners Management (TTGP) II, Ltd. Best Belief PTC Limited, trustee of The Best Belief Family Trust, holds a 100% equity interest in Rosy Glow Holdings Limited. Mr. Xu Xiaoping is the settlor of the Best Belief Family Trust and has the shared voting and investment control over these shares.
- (2) The beneficial ownership percentage is calculated based on 109,457,236 ordinary shares of the Issuer as a single class, being the sum of (i) 64,034,573 Class A ordinary shares issued and outstanding as of March 31, 2020, and (ii) 45,422,663 Class B ordinary shares issued and outstanding as of March 31, 2020, assuming conversion of all Class B ordinary shares into Class A ordinary shares, as reported in the Issuer's 20-F filing filed with the Securities and Exchange Commission on April 20, 2020. The voting power of the shares beneficially owned represented 0.8% of the total outstanding voting power.

1	Name of Reporting Person Rosy Glow Holdings Limited	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization Republic of Seychelles	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 0
	6	Shared Voting Power 4,327,865(1)
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 4,327,865(1)
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,327,865(1)	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9 4.0%(2) (or 0.8%(2) of the aggregate voting power)	
12	Type of Reporting Person OO	

- (1) Represents 4,327,865 ordinary shares held by Zhen Partners Fund II, L.P. The general partner of Zhen Partners Fund II, L.P. is Zhen Partners Management (MTGP) II, L.P., whose general partner is Zhen Partners Management (TTGP) II, Ltd. Zhen International Ltd, wholly owned by Rosy Glow Holdings Limited, holds a 51% equity interest in Zhen Partners Management (TTGP) II, Ltd. Best Belief PTC Limited, trustee of The Best Belief Family Trust, holds a 100% equity interest in Rosy Glow Holdings Limited. Mr. Xu Xiaoping is the settlor of the Best Belief Family Trust and has the shared voting and investment control over these shares.
- (2) The beneficial ownership percentage is calculated based on 109,457,236 ordinary shares of the Issuer as a single class, being the sum of (i) 64,034,573 Class A ordinary shares issued and outstanding as of March 31, 2020, and (ii) 45,422,663 Class B ordinary shares issued and outstanding as of March 31, 2020, assuming conversion of all Class B ordinary shares into Class A ordinary shares, as reported in the Issuer's 20-F filing filed with the Securities and Exchange Commission on April 20, 2020. The voting power of the shares beneficially owned represented 0.8% of the total outstanding voting power.

1	Name of Reporting Person Best Belief PTC Limited as the trustee of The Best Belief Family Trust	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization British Virgin Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 0
	6	Shared Voting Power 4,327,865(1)
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 4,327,865(1)
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,327,865(1)	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9 4.0%(2) (or 0.8%(2) of the aggregate voting power)	
12	Type of Reporting Person OO	

- (1) Represents 4,327,865 ordinary shares held by Zhen Partners Fund II, L.P. The general partner of Zhen Partners Fund II, L.P. is Zhen Partners Management (MTGP) II, L.P., whose general partner is Zhen Partners Management (TTGP) II, Ltd. Zhen International Ltd, wholly owned by Rosy Glow Holdings Limited, holds a 51% equity interest in Zhen Partners Management (TTGP) II, Ltd. Best Belief PTC Limited, trustee of The Best Belief Family Trust, holds a 100% equity interest in Rosy Glow Holdings Limited. Mr. Xu Xiaoping is the settlor of the Best Belief Family Trust and has the shared voting and investment control over these shares.
- (2) The beneficial ownership percentage is calculated based on 109,457,236 ordinary shares of the Issuer as a single class, being the sum of (i) 64,034,573 Class A ordinary shares issued and outstanding as of March 31, 2020, and (ii) 45,422,663 Class B ordinary shares issued and outstanding as of March 31, 2020, assuming conversion of all Class B ordinary shares into Class A ordinary shares, as reported in the Issuer's 20-F filing filed with the Securities and Exchange Commission on April 20, 2020. The voting power of the shares beneficially owned represented 0.8% of the total outstanding voting power.

1	Name of Reporting Person Xu Xiaoping	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization Canada	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power 0
	6	Shared Voting Power 4,327,865(1)
	7	Sole Dispositive Power 0
	8	Shared Dispositive Power 4,327,865(1)
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,327,865(1)	
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent of Class Represented by Amount in Row 9 4.0%(2) (or 0.8%(2) of the aggregate voting power)	
12	Type of Reporting Person IN	

- (1) Represents 4,327,865 ordinary shares held by Zhen Partners Fund II, L.P. The general partner of Zhen Partners Fund II, L.P. is Zhen Partners Management (MTGP) II, L.P., whose general partner is Zhen Partners Management (TTGP) II, Ltd. Zhen International Ltd, wholly owned by Rosy Glow Holdings Limited, holds a 51% equity interest in Zhen Partners Management (TTGP) II, Ltd. Best Belief PTC Limited, trustee of The Best Belief Family Trust, holds a 100% equity interest in Rosy Glow Holdings Limited. Mr. Xu Xiaoping is the settlor of the Best Belief Family Trust and has the shared voting and investment control over these shares.
- (2) The beneficial ownership percentage is calculated based on 109,457,236 ordinary shares of the Issuer as a single class, being the sum of (i) 64,034,573 Class A ordinary shares issued and outstanding as of March 31, 2020, and (ii) 45,422,663 Class B ordinary shares issued and outstanding as of March 31, 2020, assuming conversion of all Class B ordinary shares into Class A ordinary shares, as reported in the Issuer's 20-F filing filed with the Securities and Exchange Commission on April 20, 2020. The voting power of the shares beneficially owned represented 0.8% of the total outstanding voting power.

Item 1(a). Name of Issuer:

EHang Holdings Limited (the “Issuer”)

Item 1(b). Address of Issuer’s Principal Executive Offices:

Building C, Yixiang Technology Park, No.72 Nanxiang Second Road, Huangpu District, Guangzhou 510700, People’s Republic of China

Item 2(a). Name of Person Filing:

- (i) Zhen Partners Fund II L.P.
 - (ii) Zhen Partners Management (MTGP) II, L.P.
 - (iii) Zhen Partners Management (TTGP) II, Ltd.
 - (iv) Zhen International Ltd
 - (v) Rosy Glow Holdings Limited
 - (vi) Best Belief PTC Limited
 - (vii) Xu Xiaoping
- (collectively, the “Reporting Persons”)

Item 2(b). Address of Principal Business Office or, if none, Residence:

The addresses of the Reporting Persons are:

Zhen Partners Fund II L.P.

P.O. Box 10008, Willow House, Cricket Square, Grand Cayman, KY1-1001, Cayman Islands

Zhen Partners Management (MTGP) II, L.P.

P.O. Box 10008, Willow House, Cricket Square, Grand Cayman, KY1-1001, Cayman Islands

Zhen Partners Management (TTGP) II, Ltd.

P.O. Box 10008, Willow House, Cricket Square, Grand Cayman, KY1-1001, Cayman Islands

Zhen International Ltd

P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands

Rosy Glow Holdings Limited

Suites 103,106 & 107, Premier Building, Victoria, Mahe, Seychelles

Best Belief PTC Limited

3076 Sir Francis Drake’s Highway, P.O. Box 3463, Road Town, Tortola, British Virgin Islands

Xu Xiaoping

Flat D, 28/F, The Avenue Phase 2, 200 Queen’s Road East, Wanchai, Hong Kong

Item 2(c). Citizenship:

Zhen Partners Fund II L.P. – Cayman Islands

Zhen Partners Management (MTGP) II, L.P. – Cayman Islands

Zhen Partners Management (TTGP) II, Ltd. – Cayman Islands

Zhen International Ltd – British Virgin Islands

Rosy Glow Holdings Limited – Republic of Seychelles

Best Belief PTC Limited – British Virgin Islands

Xu Xiaoping – Canada

Item 2(d). Title of Class of Securities:

Class A ordinary shares, par value US\$0.0001 per share, of the Issuer

The Issuer's ordinary shares consist of Class A ordinary shares and Class B ordinary shares. Each holder of Class A ordinary shares is entitled to one vote per share and each holder of Class B ordinary shares is entitled to ten votes per share, on all matters submitted to shareholders for vote. Class B ordinary shares are convertible at any time by the holder thereof into Class A ordinary shares on a one-for-one basis. Class A ordinary shares are not convertible into Class B ordinary shares under any circumstances.

Item 2(e). CUSIP Number:

26853E 102

This CUSIP number applies to the American depository shares of the Issuer, each representing two Class A ordinary shares of the Issuer. No CUSIP has been assigned to the Issuer's Class A ordinary shares.

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b), or 240.13d-2(b) or (c), check whether the persons filing is a:

Not applicable

Item 4. Ownership:

The following information with respect to the ownership of Class A ordinary shares by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2020:

Reporting Persons	Ordinary Shares Held Directly⁽¹⁾	Shared Voting Power⁽¹⁾	Shared Dispositive Power⁽¹⁾	Beneficial Ownership⁽¹⁾	Percentage of Total Ordinary Shares⁽¹⁾ (3)	Percentage of the Aggregate Voting Power⁽¹⁾⁽³⁾
Zhen Partners Fund II L.P.	4,327,865	4,327,865	4,327,865	4,327,865	4.0%	0.8%
Zhen Partners Management (MTGP) II, L.P. ⁽²⁾	0	4,327,865	4,327,865	4,327,865	4.0%	0.8%
Zhen Partners Management (TTGP) II, Ltd. ⁽²⁾	0	4,327,865	4,327,865	4,327,865	4.0%	0.8%
Zhen International Ltd ⁽²⁾	0	4,327,865	4,327,865	4,327,865	4.0%	0.8%
Rosy Glow Holdings Limited ⁽²⁾	0	4,327,865	4,327,865	4,327,865	4.0%	0.8%
Best Belief PTC Limited ⁽²⁾	0	4,327,865	4,327,865	4,327,865	4.0%	0.8%
Xu Xiaoping ⁽²⁾	0	4,327,865	4,327,865	4,327,865	4.0%	0.8%

(1) Represents the number of Class A ordinary shares (including Class A ordinary shares represented by ADSs) directly held by the Reporting Persons as of December 31, 2020.

(2) Zhen Partners Management (MTGP) II, L.P. serves as the general partner of Zhen Partners Fund II, L.P. As such, Zhen Partners Management (MTGP) II, L.P. has the shared voting and investment control over the shares held by Zhen Partners Fund II L.P. and may be deemed to have indirect beneficial ownership of the shares held by Zhen Partners Fund II L.P. The general partner of Zhen Partners Management (MTGP) II, L.P. is Zhen Partners Management (TTGP) II, Ltd. Zhen International Ltd, wholly owned by Rosy Glow Holdings Limited, holds a 51% equity interest in Zhen Partners Management (TTGP) II, Ltd. Best Belief PTC Limited, trustee of The Best Belief Family Trust, holds a 100% equity interest in Rosy Glow Holdings Limited. Mr. Xu Xiaoping is the settlor of the Best Belief Family Trust and has the shared voting and investment control over the shares held by Zhen Partners Fund II L.P.

- (3) The beneficial ownership percentage is calculated based on 109,457,236 ordinary shares of the Issuer as a single class, being the sum of (i) 64,034,573 Class A ordinary shares issued and outstanding as of March 31, 2020, and (ii) 45,422,663 Class B ordinary shares issued and outstanding as of March 31, 2020, assuming conversion of all Class B ordinary shares into Class A ordinary shares, as reported in the Issuer's 20-F filing filed with the Securities and Exchange Commission on April 20, 2020. The voting power of the shares beneficially owned represented 0.8% of the total outstanding voting power.

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

Instruction. Dissolution of a group requires a response to this item.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Controlling Person:

Not applicable

Item 8. Identification and Classification of Members of the Group:

Not applicable

Item 9. Notice of Dissolution of Group:

Not applicable

Item 10. Certifications:

Not applicable

LIST OF EXHIBITS

Exhibit No.	Description
99.1	Joint Filing Agreement by and among Zhen Partners Fund II L.P., Zhen Partners Management (MTGP) II, L.P., Zhen Partners Management (TTGP) II, Ltd., Zhen International Ltd, Rosy Glow Holdings Limited, Best Belief PTC Limited and Xu Xiaoping (incorporated by reference to Exhibit 99.1 to the Schedule 13G filed with the U.S. Securities and Exchange Commission by the Reporting Persons on February 11, 2020)

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 3, 2021

Zhen Partners Fund II L.P.

By: Zhen Partners Management (MTGP) II, L.P.
its General Partner

By: Zhen Partners Management (TTGP) II, Ltd.
its General Partner

By: /s/ Xu Xiaoping

Name: Xu Xiaoping

Title: Authorized Signatory

Zhen Partners Management (MTGP) II, L.P.

By: Zhen Partners Management (TTGP) II, Ltd.
its General Partner

By: /s/ Xu Xiaoping

Name: Xu Xiaoping

Title: Authorized Signatory

Zhen Partners Management (TTGP) II, Ltd.

By: /s/ Xu Xiaoping

Name: Xu Xiaoping

Title: Authorized Signatory

Zhen International Ltd

By: /s/ Xu Xiaoping

Name: Xu Xiaoping

Title: Authorized Signatory

Rosy Glow Holdings Limited

By: /s/ Xu Xiaoping

Name: Xu Xiaoping

Title: Authorized Signatory

Best Belief PTC Limited

By: /s/ Xu Xiaoping

Name: Xu Xiaoping

Title: Authorized Signatory

Xu Xiaoping

/s/ Xu Xiaoping