



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

November 6, 2024

Zheng Nan  
Chief Executive Officer  
Webus International Ltd.  
25/F, UK Center, EFC, Yuhang District  
Hangzhou, China 311121

**Re: Webus International Ltd.  
Amendment No. 8 to Registration Statement on Form F-1  
Filed October 21, 2024  
File No. 333-269684**

Dear Zheng Nan:

We have reviewed your amended registration statement and have the following comment(s).

Please respond to this letter by amending your registration statement and providing the requested information. If you do not believe a comment applies to your facts and circumstances or do not believe an amendment is appropriate, please tell us why in your response.

After reviewing any amendment to your registration statement and the information you provide in response to this letter, we may have additional comments.

Amendment No. 8 to Registration Statement on Form F-1

Item 9. Undertakings, page II-2

1. Please revise your registration statement to include the undertakings required by Item 512(a).

General

2. We note your disclosure on page Alt-2 that your selling shareholders may sell their securities by any method permitted pursuant to applicable law. Please confirm your understanding that the retention by a selling shareholder of an underwriter would constitute a material change to your plan of distribution requiring a post-effective amendment. Refer to the undertaking required by Item 512(a)(1)(iii) of Regulation S-K.

November 6, 2024

Page 2

Please contact Myra Moosariparambil, Staff Accountant, at 202-551-3796, or Craig Arakawa, Accounting Branch Chief, at 202-551-3650 if you have questions regarding comments on the financial statements and related matters. Please contact Irene Barberena-Meissner, Staff Attorney, at 202-551-6548 or Kevin Dougherty, Staff Attorney, at 202-551-3271 with any other questions.

Sincerely,

Division of Corporation Finance  
Office of Energy & Transportation

cc: Fang Liu. Esq.