

WUHAN GENERAL GROUP (CHINA), INC  
Form 8-K  
October 01, 2008

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

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**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): September 29, 2008

**WUHAN GENERAL GROUP (CHINA), INC.**

(Exact Name of Registrant as Specified in Charter)

Nevada (State or Other Jurisdiction of Incorporation)	001-34125 (Commission File Number)	84-1092589 (IRS Employer Identification No.)
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Canglongdao Science Park of Wuhan East Lake Hi-Tech Development Zone  
Wuhan, Hubei 430200  
People's Republic of China  
(Address of Principal Executive Offices, including Zip Code)

Registrant's telephone number, including area code: (86) 27-5970-0069

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 3.02. Unregistered Sales of Equity Securities.**

On September 29, 2008, Wuhan General Group (China), Inc. (the “Company”) raised approximately \$11.8 million in gross proceeds from the exercise of a portion of the Company’s Series J warrants. The warrant holders exercised the Series J warrants for 5,006,524 shares of the Company’s Series B Convertible Preferred Stock, par value \$0.0001 per share, which is convertible on a one-to-one basis for the Company’s common stock, par value \$0.0001 per share. The Company paid approximately \$1.18 million in commissions in connection with these warrant exercises. The Series B Convertible Preferred Stock was issued in a private placement transaction that was exempt from registration under Section 4(2) of the Securities Act of 1933, as amended.

Series J warrants exercisable for 4,291,846 shares of Series B Convertible Preferred Stock remain outstanding. The Series J warrants have an exercise price of \$2.33 and expire on November 7, 2008.

A copy of the related press release is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits**

Exhibit 99.1 Press Release, dated September 29, 2008.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Wuhan General Group (China), Inc.**

Date: October 1, 2008

By: /s/ Haiming Liu

Name: Haiming Liu

Title: Chief Financial Officer

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**EXHIBIT INDEX**

Form 8-K

October 1, 2008

<b>Exhibit No.</b>	<b>Description</b>	<b>Filed</b>	
		<b>Herewith</b>	<b>By Reference</b>
99.1	Press Release, dated September 29, 2008.	<b>X</b>	

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