

WUHAN GENERAL GROUP (CHINA), INC  
Form 8-K  
October 14, 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): October 14, 2008

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

(Exact Name of Registrant as Specified in Charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| Nevada  | 001-34125                   | 84-1092589                           |
| (State or Other Jurisdiction<br>of Incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |

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 October 14, 2008, Wuhan General Group (China), Inc. (the “Company”) raised approximately \$1 million in gross proceeds from the exercise of a portion of the Company’s Series J warrants. The warrant holder exercised part of its Series J warrant for 429,185 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 \$100,000 in commission in connection with this warrant exercise. 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 3,862,661 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.

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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 14, 2008

By: /s/ Haiming Liu  
Name: Haiming Liu  
Title: Chief Financial Officer