

COACH INDUSTRIES GROUP INC  
 Form 5  
 May 02, 2005

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
 Expires: January 31, 2005  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person \*  
 ODonnell Francis Joseph

2. Issuer Name and Ticker or Trading Symbol  
 COACH INDUSTRIES GROUP INC [CIGI.OB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 04/29/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 CEO and Chairman of the Board

12330 SW 53RD STREET, SUITE 704

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

COOPER CITY, FL 33330

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Amount or Price  |  |   |
| Common Stock par value \$0.001  | 01/22/2004                           | Â  | A                              | 50,000  | A \$ 1.61  | 330,000  | D Â   |
| Common Stock par value          | 05/11/2004                           | Â  | A                              | 375,000   | A \$ 1.15  | 1,686,700  | I By: Elm Street Partners                             |

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|   |            |   |   |           |   |                    |           |   |   |
|---|------------|---|---|-----------|---|--------------------|-----------|---|---|
| \$0.001                                 |            |   |   |           |   |                    |           |   |   |
| Common<br>Stock par<br>value<br>\$0.001 | 06/28/2004 | Â | A | 170,000   | A | \$ 1               | 1,856,700 | I | By: Elm<br>Street<br>Partners                       |
| Common<br>Stock par<br>value<br>\$0.001 | 06/28/2004 | Â | A | 336,000   | A | \$<br>1.15         | 2,192,700 | I | By: Elm<br>Street<br>Partners                       |
| Common<br>Stock par<br>value<br>\$0.001 | 07/08/2004 | Â | A | 423,529   | A | \$ 1.7             | 2,616,229 | I | By: Elm<br>Street<br>Partners                       |
| Common<br>Stock par<br>value<br>\$0.001 | 08/31/2004 | Â | A | 1,154,582 | A | \$ 1               | 3,770,811 | I | By: Elm<br>Street<br>Partners                       |
| Common<br>Stock par<br>value<br>\$0.001 | 09/30/2004 | Â | J | 1,850,899 | D | \$ 0<br><u>(1)</u> | 1,919,912 | I | By: Elm<br>Street<br>Partners                       |
| Common<br>Stock par<br>value<br>\$0.001 | 12/31/2004 | Â | A | 777,058   | A | \$<br>0.92         | 2,696,970 | I | By: Elm<br>Street<br>Partners                       |
| Common<br>Stock par<br>value<br>\$0.001 | Â          | Â | 3 | Â         | Â | Â                  | Â         | D | Â   |
| Common<br>Stock par<br>value<br>\$0.001 | Â          | Â | 3 | Â         | Â | Â                  | Â         | I | By: Elm<br>Street<br>Partners                       |
| Common<br>Stock par<br>value<br>\$0.001 | Â          | Â | 3 | Â         | Â | Â                  | Â         | I | By:<br>Innovatove<br>Consulting<br>LLC              |
| Common<br>Stock par<br>value<br>\$0.001 | Â          | Â | 3 | Â         | Â | Â                  | Â         | I | By:<br>International<br>Equities and<br>Finance LLC |
| Common<br>Stock par<br>value<br>\$0.001 | Â          | Â | 3 | Â         | Â | Â                  | Â         | I | By:<br>Springfield<br>Coach<br>Industries           |

Corporation

Common  
Stock par  
value  
\$0.001

^

^

3

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^

^

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I

By: Investors  
of ELM  
Street

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**SEC 2270  
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |         |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|---------|
|  |  |                                      |  |                                | (A)   | (D) | Date Exercisable   | Expiration Date | Title   | Amount  |
| Common Stock Options - ESOP Plan           | \$ 0.9   | 08/31/2004                           | ^  | A                              | 500,000   | ^   | 08/31/2004   | 08/30/2014      | Common Stock par value \$0.001                              | 500,000 |
| Common Stock Options                       | \$ 1.28  | 07/08/2004                           | ^  | A                              | 21,600  | ^   | 07/08/2005   | 07/08/2014      | Common Stock par value \$0.001                              | 21,600  |
| Common Stock Options                       | \$ 1.43  | 07/12/2004                           | ^  | A                              | 135,000   | ^   | 07/12/2005   | 07/11/2014      | Common Stock par value \$0.001                              | 135,000 |
| Common Stock Options                       | \$ 1.14  | 08/22/2004                           | ^  | A                              | 60,000  | ^   | 08/22/2005   | 08/21/2014      | Common Stock par value \$0.001                              | 60,000  |
| Common Stock Options                       | \$ 1.08  | 09/01/2004                           | ^  | A                              | 300,000   | ^   | 09/01/2005   | 08/31/2014      | Common Stock par value \$0.001                              | 300,000 |
| Common Stock Options                       | \$ 0.99  | 09/29/2004                           | ^  | A                              | 180,000   | ^   | 09/29/2005   | 09/28/2014      | Common Stock par value \$0.001                              | 180,000 |

| Instrument            | Exercise Price | Grant Date | Expiration Date | Class | Quantity | Exercise Price | Expiration Date | Expiration Date | Common Stock par value | Quantity |
|-----------------------|----------------|------------|-----------------|-------|----------|----------------|-----------------|-----------------|------------------------|----------|
| Common Stock Options  | \$ 0.97        | 12/17/2004 |                 | A     | 150,000  |                | 12/17/2005      | 12/16/2014      | \$0.001                | 150,000  |
| Common Stock Options  | \$ 0.91        | 12/27/2004 |                 | A     | 45,000   |                | 12/27/2005      | 12/26/2014      | \$0.001                | 45,000   |
| Common Stock Warrants | \$ 2.5         | 06/28/2004 |                 | A     | 711,000  |                | 06/28/2005      | 06/27/2014      | \$0.001                | 711,000  |
| Common Stock Warrants | \$ 1.58        | 09/30/2004 |                 | A     | 433,194  |                | 09/30/2005      | 09/29/2014      | \$0.001                | 433,194  |
| Common Stock Warrants | \$ 1.82        | 09/30/2004 |                 | A     | 433,194  |                | 09/30/2005      | 09/29/2014      | \$0.001                | 433,194  |
| Common Stock Warrants | \$ 2.12        | 09/30/2004 |                 | A     | 433,194  |                | 09/30/2005      | 09/29/2014      | \$0.001                | 433,194  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                               |       |
|---|---------------|-----------|-------------------------------|-------|
|   | Director      | 10% Owner | Officer                       | Other |
| ODonnell Francis Joseph<br>12330 SW 53RD STREET<br>SUITE 704<br>COOPER CITY, FL 33330 | X             | X         | CEO and Chairman of the Board |       |

## Signatures

/s/ Francis O'Donnell  
04/29/2005

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Distribution to Members of Elm Street Partners.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.