

SECURITIES AND EXCHANGE COMMISSION

FORM 6-K

Current report of foreign issuer pursuant to Rules 13a-16 and 15d-16 Amendments

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FILER

**AutoChina International Ltd**

CIK: 1417370 | IRS No.: 000000000 | State of Incorporation: E9 | Fiscal Year End: 1231  
Type: 6-K | Act: 34 | File No.: 001-34477 | Film No.: 111183871  
SIC: 5500 Auto dealers & gasoline stations

Mailing Address

10F, ROOM#1005, FORTUNE  
INT'L BUILDING  
NO. 17, NORTH DALIUSHU  
ROAD  
HAI DIAN DISTRICT, BEIJING  
F4 100081

Business Address

10F, ROOM#1005, FORTUNE  
INT'L BUILDING  
NO. 17, NORTH DALIUSHU  
ROAD  
HAI DIAN DISTRICT, BEIJING  
F4 100081  
86-106214-3561

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

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**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER  
THE SECURITIES EXCHANGE ACT OF 1934**

For the month of November 2011

Commission File Number: 001-34477

AUTOCHINA INTERNATIONAL LIMITED  
(Translation of registrant's name into English))

No.322, Zhongshan East Road  
Shijiazhuang, Hebei  
People's Republic of China  
(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes

No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_.

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## **Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard.**

On November 7, 2011 AutoChina International Limited (the “Company” or “AutoChina”), issued a press release announcing that on November 2, 2011, the Company received a letter from Nasdaq stating that, in addition to the Company not being in compliance with Listing Rule 5250(c)(1), Nasdaq determined that certain trading activity in the Company’s ordinary shares raised public interest concerns which could be an additional basis for delisting the Company’s securities pursuant to Nasdaq Listing Rule 5101. The Company will address these additional concerns at the appeals hearing, which has been rescheduled to December 1, 2011.

There is no assurance that the Company will succeed in regaining compliance by the Nasdaq hearing date or in appealing Nasdaq’s delisting determination. Since October 4, 2011, the Company’s shares have been suspended from trading on Nasdaq and have traded on the OTC Pink market.

The full text of the press release is set forth in Exhibit 99.1 attached hereto.

## **Other Matters.**

On November 4, 2011 the Company issued a press release (a) providing an update on the number of commercial vehicles leased, and the number of new commercial vehicle financing and service centers opened, during the third quarter of 2011; (b) provided an update on its used commercial vehicle sale-leaseback program; (c) announcing the establishment of a new insurance agency company by the Company; and (d) revising down the Company’s financial and operating guidance for 2011.

The full text of the press release is set forth in Exhibit 99.2 attached hereto.

## **Exhibits.**

Exhibit No.	Description
99.1	AutoChina International Limited Press Release, dated November 7, 2011
99.2	AutoChina International Limited Press Release, dated November 4, 2011

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.

AUTOCHINA INTERNATIONAL LIMITED

By: /s/ Yong Hui Li

Name: Yong Hui Li

Title: Chief Executive Officer

Dated: November 7, 2011

**Exhibit Index**

Exhibit No.	Description
99.1	AutoChina International Limited Press Release, dated November 7, 2011
99.2	AutoChina International Limited Press Release, dated November 4, 2011



**FOR IMMEDIATE RELEASE**

**AutoChina International Provides Update and Announces Receipt of Letter from Nasdaq**

**Shijiazhuang, Hebei Province, China – November 7, 2011** – AutoChina International Limited (“AutoChina” or the “Company”) (OTC: AUTC), China’s largest commercial vehicle sales, servicing, leasing, and support network, today announced that it is continuing to work closely with its advisors to seek all appropriate means to expedite the process of filing its Form 20-F for the year ended December 31, 2010, prior to its Nasdaq hearing date, which has been rescheduled to December 1, 2011. On November 2, 2011, the Company received a letter from Nasdaq stating that, in addition to the Company not being in compliance with Listing Rule 5250(c)(1), Nasdaq determined that certain trading activity in the Company’s ordinary shares raised public interest concerns which could be an additional basis for delisting the Company’s securities pursuant to Nasdaq Listing Rule 5101. The Company will address these additional concerns at the appeals hearing.

There is no assurance that the Company will succeed in regaining compliance by the Nasdaq hearing date or in appealing Nasdaq’s delisting determination. Since October 4, 2011, the Company’s shares have been suspended from trading on Nasdaq and have traded on the OTC Pink market.

**About AutoChina International Limited:**

AutoChina International Limited is China’s largest commercial vehicle sales, servicing, leasing, and support network. AutoChina’s operating subsidiary was founded in 2005 by nationally recognized Chairman and CEO, Yong Hui Li. The Company owns and operates 385 commercial vehicle financing centers across China; and primarily provides sales-type leasing and support services for local customers. The Company’s website is <http://www.autochinaintl.com>.

**Safe Harbor Statement:**

This press release may contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 about the Company. Forward-looking statements are statements that are not historical facts. Such forward-looking statements, based upon the current beliefs and expectations of the Company’s management, are subject to risks and uncertainties, which could cause actual results to differ from the forward-looking statements. The following factors, among others, could cause actual results to meaningfully differ from those set forth in the forward-looking statements:

- Continued compliance with government regulations;
- Changing legislation or regulatory environments;

- Requirements or changes affecting the businesses in which the Company is engaged;
- Industry trends, including factors affecting supply and demand;
- Labor and personnel relations;
- Credit risks affecting the Company's revenue and profitability;
- Changes in the commercial vehicle industry;
- The Company's ability to effectively manage its growth, including implementing effective controls and procedures and attracting and retaining key management and personnel;
- Changing interpretations of generally accepted accounting principles;
- General economic conditions; and
- Other relevant risks detailed in the Company's filings with the Securities and Exchange Commission.

The information set forth herein should be read in light of such risks. The Company does not assume any obligation to update the information contained in this press release.

## **CONTACT**

### **At the Company**

Jason Wang  
Chief Financial Officer  
(858) 997-0680 / [jcwang@autochinaintl.com](mailto:jcwang@autochinaintl.com)

### **Investor Relations**

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Carolyne Yu  
Account Executive  
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**FOR IMMEDIATE RELEASE**

**AutoChina International Leases 3,126 Commercial Vehicles and Opens 31 Store Branches  
in the Third Quarter of 2011**

**Company Announces Establishment of a New Insurance Agency Company**

**Company Revises Guidance for Year Ending December 31, 2011**

**Shijiazhuang, Hebei Province, China – November 4, 2011** – AutoChina International Limited (“AutoChina” or the “Company”) (OTC: AUTC), China’s largest commercial vehicle sales, servicing, leasing, and support network, today announced that the Company leased 3,126 commercial vehicles (primarily Class 8 heavy trucks) in the third quarter of 2011, compared to 2,849 in the third quarter of 2010 as part of the Company’s sales-type leasing program. Since launching its commercial vehicle sales and leasing business in March 2008, the Company has leased over 30,000 trucks.

AutoChina also opened 31 new commercial vehicle financing and service centers during the third quarter of 2011, and at September 30, 2011, operated 385 commercial vehicle financing and service centers, compared to 218 at September 30, 2010, and 354 at June 30, 2011. The Company now operates commercial vehicle financing and service centers in the Anhui, Beijing, Chongqing, Fujian, Gansu, Guangdong, Guangxi, Guizhou, Hebei, Henan, Hubei, Hunan, Inner Mongolia, Jiangsu, Jiangxi, Jilin, Liaoning, Shaanxi, Shandong, Shanghai, Shanxi, Sichuan, Tianjin, Yunnan, and Zhejiang areas of China.

**Company Provides Update on Used Commercial Vehicle Sale-Leaseback Program**

In addition to leasing new trucks during the period, AutoChina has continued to expand its sale-leaseback program. The Company leased a total of 566 trucks in the program during the third quarter, while maintaining its strict credit qualification procedures. This program allows both former and new AutoChina customers to place vehicles they own outright into the Company’s sale-leaseback program. The resulting lease is structured similarly to those that AutoChina provides to customers purchasing new heavy trucks, with each customer having full access to AutoChina’s value-added services, such as diesel, tire, and fuel financing.

**Company Establishes a New Insurance Agency Company**

AutoChina also announced that it has established its own insurance agency company. The State Administration for Industry & Commerce of the People’s Republic of China recently granted the Company a business license for the establishment and operation of an insurance agency company. This new company required registered capital of 50 million RMB to launch and will allow AutoChina to act as a direct insurance agent across China. The China Insurance Regulatory Commission has authorized the new company to act as a broker for all types of insurance, including commercial vehicle insurance. Although it has not yet begun doing so, AutoChina expects to initially utilize the new company to directly broker commercial vehicle insurance to its commercial vehicle leasing customers sometime in the near future.



### **Company Revises Financial and Operating Guidance for 2011**

The Company also announced that it is adjusting its financial and operational guidance for the year ending December 31, 2011, due to the normalizing of demand in China's heavy truck market. The Company is adjusting its revenue guidance to between \$575 million and \$625 million (from \$900 million to \$950 million) and its adjusted net income (which excludes any non-cash charges from the Earn-out Share Provision related to the Company's acquisition of its business in 2009) guidance to between \$37 million and \$42 million (from \$52 million to \$57 million). For the year ended December 31, 2010, the Company had revenues of \$622.1 million and adjusted net income (which excludes any non-cash charges from the Earn-out Share Provision related to the Company's acquisition of its business in 2009) of \$37.5 million.

The Company now expects to lease between 10,000 and 12,000 vehicles (from approximately 20,000 vehicles) in 2011, but still expects to operate at least 500 stores by the end of 2011.

Mr. Yong Hui Li, Chairman and CEO of AutoChina, stated, "China's commercial vehicle market saw extraordinary growth during the past couple of years, driven by the country's robust economic development and government stimulus efforts. In 2011, China's economic growth has begun to stabilize, and the national government has made attempts to control inflation. As a result, the short-term impact on the commercial vehicle market in China, particularly the heavy truck market, has been significant. According to China Automotive Review, 591,300 heavy-duty trucks sold in China from January to July 2011, a decrease of 9.6 percent from the prior-year period. ACT Research estimates that China's heavy-duty market will grow less than 1 percent year over year in 2011. As a result, we have adjusted our financial and operational guidance for 2011 and will continue to monitor the market environment closely."

Mr. Li concluded, "Despite these near-term headwinds, we remain optimistic about the heavy truck market's long-term prospects and continue to expect growth in our business. We also continue to seek new means of diversifying our revenue stream. We are excited by the initial success of our sale-leaseback program and will research additional markets where AutoChina's large store network may provide a tangible advantage."

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- Requirements or changes affecting the businesses in which the Company is engaged;
- Industry trends, including factors affecting supply and demand;
- Labor and personnel relations;
- Credit risks affecting the Company's revenue and profitability;
- Changes in the commercial vehicle industry;
- The Company's ability to effectively manage its growth, including implementing effective controls and procedures and attracting and retaining key management and personnel;
- Changing interpretations of generally accepted accounting principles;
- General economic conditions; and
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The information set forth herein should be read in light of such risks. The Company does not assume any obligation to update the information contained in this press release.

**CONTACT**

**At the Company**

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Chief Financial Officer  
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