

# SECURITIES AND EXCHANGE COMMISSION

## FORM 5

Annual statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2005-04-29**

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### ISSUER

#### **COACH INDUSTRIES GROUP INC**

CIK: **791115** | IRS No.: **911942841** | State of Incorporation: **NV** | Fiscal Year End: **1231**  
SIC: **3711** Motor vehicles & passenger car bodies

Mailing Address  
*1700 WYANDOTTE STREET  
KANSAS CITY MO 64108*

Business Address  
*1700 WYANDOTTE STREET  
KANSAS CITY MO 64108  
8169603777*

### REPORTING OWNER

#### **O'Donnell Francis Joseph**

CIK: **1304581**  
Type: **5** | Act: **34** | File No.: **000-19471** | Film No.: **05789533**

Mailing Address  
*12555 ORANGE DRIVE  
SUITE 261  
DAVIE FL 33330*

Business Address  
*(954) 913-1256*

# FORM 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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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

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 <b>ODonnell Francis Joseph</b>			2. Issuer Name and Ticker or Trading Symbol <b>COACH INDUSTRIES GROUP INC</b> [CIGI.OB]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>CEO and Chairman of the Board</b>		
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <b>04/29/2005</b>			6. Individual or Joint/Group Reporting (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
12330 SW 53RD STREET, SUITE 704			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>COOPER CITY, FL 33330</b>								
(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)
				Amount	(A) or (D)	Price			
Common Stock par value \$0.001	01/22/2004		A	50,000	A	\$1.61	330,000	D	
Common Stock par value \$0.001	05/11/2004		A	375,000	A	\$1.15	1,686,700	I	By: Elm Street Partners
Common Stock par value \$0.001	06/28/2004		A	170,000	A	\$1	1,856,700	I	By: Elm Street Partners
Common Stock par value \$0.001	06/28/2004		A	336,000	A	\$1.15	2,192,700	I	By: Elm Street Partners
Common Stock par value \$0.001	07/08/2004		A	423,529	A	\$1.7	2,616,229	I	By: Elm Street Partners
Common Stock par value \$0.001	08/31/2004		A	1,154,582	A	\$1	3,770,811	I	By: Elm Street Partners
Common Stock par value \$0.001	09/30/2004		J	1,850,899	D	\$ 0 (L)	1,919,912	I	By: Elm Street Partners
Common Stock par value \$0.001	12/31/2004		A	777,058	A	\$0.92	2,696,970	I	By: Elm Street Partners
Common Stock par value \$0.001			3				3,652,477	D	
Common Stock par value \$0.001			3				2,999,758	I	By: Elm Street Partners
Common Stock par value \$0.001			3				188,333	I	By: Innovatove Consulting LLC
Common Stock par value \$0.001			3				60,533	I	By: International Equities and Finance LLC

Common Stock par value \$0.001			3			1,800,000	I	By: Springfield Coach Industries Corporation
Common Stock par value \$0.001			3			1,022,500	I	By: Investors of ELM Street

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
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	\$0.9	500,000	D	
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	\$1.28	521,600	D	
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	\$1.43	656,600	D	
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	\$1.14	716,600	D	
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	\$1.08	1,016,600	D	
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	\$0.99	1,196,600	D	
Common Stock Options	\$0.97	12/17/2004		A	150,000		12/17/2005	12/16/2014	Common Stock par value \$0.001	150,000	\$0.97	1,346,600	D	
Common Stock Options	\$0.91	12/27/2004		A	45,000		12/27/2005	12/26/2014	Common Stock par value \$0.001	45,000	\$0.91	1,391,600	D	
Common Stock Warrants	\$2.5	06/28/2004		A	711,000		06/28/2005	06/27/2014	Common Stock par value \$0.001	711,000	\$2.5	711,000	I	By: Elm Street Partners
Common Stock Warrants	\$1.58	09/30/2004		A	433,194		09/30/2005	09/29/2014	Common Stock par value \$0.001	433,194	\$1.58	1,144,194	I	By: Elm Street Partners
Common Stock Warrants	\$1.82	09/30/2004		A	433,194		09/30/2005	09/29/2014	Common Stock	433,194	\$1.82	1,577,388	I	By: Elm Street Partners

									par value \$0.001					
Common Stock Warrants	\$2.12	09/30/2004		<u>A</u>	433,194		09/30/2005	09/29/2014	Common Stock par value \$0.001	433,194	\$2.12	2,010,582	I	By: Elm Street Partners

**Explanation of Responses:**

- Distribution to Members of Elm Street Partners.

**Signatures**

/s/ Francis O'Donnell

\*\* Signature of Reporting Person

04/29/2005

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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