

1438685

FORM D

Notice of Exempt
Offering of Securities

U.S. Securities and Exchange Commission

Washington, DC 20549

(See instructions beginning on page 5)

Intentional misstatements or omissions of fact constitute federal criminal violations. See 18 U.S.C. 1001

OMB APPROVAL
OMB Number 3245-0026
Expires October 31, 2008
Estimated average burden hours per response 1 hour

Item 1. Issuer's Identity

Name of Issuer EcoMotors, Inc.	Previous Name(s) ☐ None PROCESSED JAN 13 2009 THOMSON REUTERS	Entity Type (Select one) ☐ Corporation ☐ Limited Partnership ☐ Limited Liability Company ☐ General Partnership ☐ Business Trust ☐ Other (Specify)
Jurisdiction of Incorporation/Organization Delaware		
Year of Incorporation/Organization (Select one) ☐ Over Five Years Ago ☒ Within Last Five Years (Specify year) 2008 ☐ Yet To Be Formed		

(If more than one issuer is filing this notice, check this box ☐ and identify additional issuer(s) by attaching Items 1 and 2 Continuation Page(s).)

Item 2. Principal Place of Business and Contact Information

Street Address 1 2401 W. Big Beaver Road, Suite 100	Street Address 2
City Troy	State/Province/Country MI
ZIP/Postal Code 48084	Phone No. (248) 643-8800

Item 3. Related Persons

Last Name Holbauer	First Name Peter	Middle Name
Street Address 1 c/o EcoMotors, Inc., 2401 W. Big Beaver Road, Suite 100	Street Address 2	
City Troy	State/Province/Country MI	
ZIP/Postal Code 48084		
Relationship(s) ☒ Executive Officer ☒ Director ☐ Promoter		
Clarification of Response (if Necessary)		

(Identify additional related persons by checking this box ☐ and attaching Item 3 Continuation Page(s).)

Item 4. Industry Group (Select one)

☒ Agriculture ☒ Banking and Financial Services ☐ Commercial Banking ☐ Finance ☐ Investing ☐ Private Equity Backing ☐ Pooled Investment Fund If other than an industry group, also select the fund type below and answer the clarification below: ☐ Hedge Fund ☐ Private Equity Fund ☐ Venture Capital Fund ☐ Other Investment Fund Is the issuer registered as an investment company under the Investment Company Act of 1940? ☐ Yes ☒ No	☐ Business Services ☐ Energy ☐ Electric Utilities ☐ Energy Infrastructure ☐ Coal Mining ☐ Environmental Services ☐ Oil & Gas ☐ Other Energy ☐ Health Care ☐ Biotechnology ☐ Health Insurance ☐ Hospitals & Physicians ☐ Pharmaceuticals ☐ Other Health Care ☐ Manufacturing ☐ Real Estate	☐ Construction ☐ Aerospace/Defense ☐ Residential ☐ Other Construction ☐ Retailing ☐ Restaurants ☐ Technology ☐ Computer ☐ Information Services ☐ Other Technology ☐ Travel ☐ Airlines/Airports ☐ Cruise Lines/Travel ☐ Other Travel ☐ Other
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Item 5. Issuer Size (Select one)

Revenue Range (for issuer not specifying "hedge" or "other investment" fund in Item 4 above)

- ☐ No Revenues
- ☐ \$1 - \$1,000,000
- ☐ \$1,000,001 - \$5,000,000
- ☐ \$5,000,001 - \$25,000,000
- ☐ \$25,000,001 - \$100,000,000
- ☐ Over \$100,000,000
- ☒ Decline to Disclose
- ☐ Not Applicable

OR

Aggregate Net Asset Value Range (for issuer specifying "hedge" or "other investment" fund in Item 4 above)

- ☐ No Aggregate Net Asset Value
- ☐ \$1 - \$5,000,000
- ☐ \$5,000,001 - \$25,000,000
- ☐ \$25,000,001 - \$50,000,000
- ☐ \$50,000,001 - \$100,000,000
- ☐ Over \$100,000,000
- ☐ Decline to Disclose
- ☐ Not Applicable

Item 6. Federal Exemptions and Exclusions Claimed (Select all that apply)

- ☐ Rule 504(b)(1) (not (i), (ii) or (iii))
- ☐ Rule 504(b)(1)(i)
- ☐ Rule 504(b)(1)(ii)
- ☐ Rule 504(b)(1)(iii)
- ☐ Rule 505
- ☒ Rule 506
- ☐ Securities Act Section 4(6)

Investment Company Act Section 3(c)

- ☐ Section 3(c)(1)
- ☐ Section 3(c)(2)
- ☐ Section 3(c)(3)
- ☐ Section 3(c)(4)
- ☐ Section 3(c)(5)
- ☐ Section 3(c)(6)
- ☐ Section 3(c)(7)

- ☐ Section 3(c)(9)
- ☐ Section 3(c)(10)
- ☐ Section 3(c)(11)
- ☐ Section 3(c)(12)
- ☐ Section 3(c)(13)
- ☐ Section 3(c)(14)

Item 7. Type of Filing

☒ New Notice ☐ OR ☐ Amendment

Date of First Sale in this Offering OR ☐ First Sale Yet to Occur

Item 8. Duration of Offering

Does the issuer intend this offering to last more than one year? ☐ Yes ☒ No

Item 9. Type(s) of Securities Offered (Select all that apply)

- ☒ Equity
- ☐ Debt
- ☐ Option, Warrant or Other Right to Acquire Another Security
- ☐ Security to be Acquired Through Exercise of Option, Warrant or Other Right to Acquire Security
- ☐ Pooled Investment Fund Interests
- ☐ Tenant in Common Securities
- ☐ Mineral Property Securities
- ☐ Other (Describe):

Item 10. Business Combination Transaction

Is the offering being made in connection with a business combination? ☐ Yes ☒ No

Business combination defined as:

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Item 11. Minimum Investment

Minimum investment accepted from any outside investor

\$

0

Item 12. Sales Compensation

Recipient

Recipient CRD Number

(Associated) Broker or Dealer

None

(Associated) Broker or Dealer CRD Number

☐ No CRD Number☐ No CRD Number

Street Address 1

Street Address 2

City

State/Province/Country

ZIP/Postal Code

States of Solicitation

☐ All States

☐ AL ☐ AK ☐ AZ ☐ AR ☐ CA ☐ CO ☐ CT ☐ DE ☐ DC ☐ FL ☐ GA ☐ HI ☐ ID
☐ IL ☐ IN ☐ IA ☐ KS ☐ KY ☐ LA ☐ ME ☐ MD ☐ MA ☐ MI ☐ MN ☐ MS ☐ MO
☐ MT ☐ NE ☐ NV ☐ NH ☐ NJ ☐ NM ☐ NY ☐ NC ☐ ND ☐ OH ☐ OK ☐ OR ☐ PA
☐ RI ☐ SC ☐ SD ☐ TN ☐ TX ☐ UT ☐ VT ☐ VA ☐ WA ☐ WV ☐ WI ☐ WY ☐ PR

(Identify additional person(s) being paid compensation by checking this box ☐ and attaching Item 12 Continuation Page(s).)**Item 13. Offering and Sales Amounts**

(a) Total Offering Amount

\$

33,750

OR

☐ Indefinite

(b) Total Amount Sold

\$

33,750

(c) Total Remaining to be Sold

\$

0

OR

☐ Indefinite

(Subtract (a) from (b).)

Qualification of Response, if Necessary

Item 14. InvestorsCheck this box ☐ if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.

Enter the total number of investors who already have invested in the offering

1

Item 15. Sales Commissions and Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses. If any of an amount is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$ 0

Finders' Fees \$ 0

Total Sales and Expenses \$ 0

Item 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$ 0

☐ Estimate

Clarification of Response (if necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.

Terms of Submission. In Submitting this notice, each identified issuer is

Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees.

Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration arises out of its activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

Certifying that, if the issuer is claiming a Rule 506 exemption, the issuer is not disqualified from relying on Rule 506 for one of the reasons stated in Rule 506(b)(2)(iii).

* This undertaking does not affect any limits Section 10(b) of the National Securities Markets Improvement Act of 1995 ("NSMIA"), and, until 1995, 10 Stat. 3416 (Oct. 11, 1995), imposes on the ability of States to require information. As a result of the enactment of the NSMIA, this notice is not an offering of securities for purposes of NSMIA, whether or not it is due to the nature of the offering that is the subject of this notice. It is not a security for purposes of NSMIA, and the issuer is not required to register the offering under NSMIA. The issuer is not required to register the offering under NSMIA, and the issuer is not required to register the offering under NSMIA. The issuer is not required to register the offering under NSMIA, and the issuer is not required to register the offering under NSMIA.

Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box ☒ and attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not represented by signer below.)

Street

EcoMotors, Inc.

Name of Signer

Ford Tamer

Signature



Title

Secretary

Number of copies of this notice filed

1

1/6/09

Each issuer required to file this notice must also file a copy of this notice with the State in which the issuer maintains its principal place of business and with each State in which the issuer is offering securities.

FORM D

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Item 3 Continuation Page

Item 3. Related Persons (Continued)

Last Name	First Name	Middle Name
Collotti	John	
Street Address 1	Street Address 2	
c/o Ecomotors, Inc., 2401 W. Big Beaver Road, Suite 100		
City	State/Province/Country	ZIP/Postal Code
Troy	MI	48084
Relationship(s) ☒ Executive Officer ☐ Director ☐ Promoter		
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Tamer	Ford	
Street Address 1	Street Address 2	
c/o Ecomotors, Inc., 2401 W. Big Beaver Road, Suite 100		
City	State/Province/Country	ZIP/Postal Code
Troy	MI	48084
Relationship(s) ☒ Executive Officer ☒ Director ☐ Promoter		
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Street Address 1	Street Address 2	
City	State/Province/Country	ZIP/Postal Code
Relationship(s) ☐ Executive Officer ☐ Director ☐ Promoter		
Clarification of Response (if Necessary)		

Last Name	First Name	Middle Name
Street Address 1	Street Address 2	
City	State/Province/Country	ZIP/Postal Code
Relationship(s) ☐ Executive Officer ☐ Director ☐ Promoter		
Clarification of Response (if Necessary)		

Copy and use additional copies of this page if needed.

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