

Yasheng Eco-Trade Corp  
Form 8-K  
August 18, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities and Exchange Act of 1934

Date of Report (Date of earliest event reported): August 17, 2009

YASHENG ECO-TRADE CORPORATION.  
(Exact name of registrant as specified in charter)

Delaware (State or other jurisdiction of incorporation)	001-12000 (Commission File Number)	13-3696015 (IRS Employer Identification No.)
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9107 Wilshire Blvd., Suite 450, Beverly Hills, CA 90210  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (310) 461-3559

With a copy to:  
Stephen M. Fleming, Esq.  
Law Offices of Stephen M. Fleming PLLC  
110 Wall Street, 11th Floor  
New York, New York 10005  
T: 516.833.5034  
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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 Instructions 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 1.01 Entry into a Material Definitive Agreement

Item 3.02 Unregistered Sales of Equity Securities

On August 17, 2009, an accredited investor purchased 350,877 restricted shares of common stock (the "Shares") at \$0.57 per share for an aggregate purchase price of \$200,000, which was paid in cash, from Yasheng Eco-Trade Corporation (the "Company"). The funds raised will be utilized by the Company for working capital purposes. In addition, the investor may also invest up to an additional \$200,000 ("Additional Investment") of shares of common stock of the Company. The per share purchase price on the Additional Investment will be the average closing price for the five trading days prior to close.

The Shares were offered and sold to the accredited investor in a private placement transaction made in reliance upon exemptions from registration pursuant to Section 4(2) under the Securities Act of 1933 and/or Rule 506 promulgated thereunder. The investor is an accredited investors as defined in Rule 501 of Regulation D promulgated under the Securities Act of 1933.

Item 9.01 Financial Statements and Exhibits.

(c) Index of Exhibits.

Exhibit

Number Description

4.1 Form of Subscription Agreement

#### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

YASHENG ECO-TRADE  
CORPORATION

By: /s/ Yossi Attia  
Name: Yossi Attia  
Title: Chief Operating Officer

Date: August 18, 2009  
Beverly Hills, California