

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

**SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 3)***

Workhorse Group Inc.
(Name of Company)

Common Stock, par value \$0.001 per share
(Title of Class of Securities)

98138J206
(CUSIP Number)

Jonathan Feiler, General Counsel
Arosa Capital Management LP
550 West 34th Street, Suite 2800
New York, New York 10001
(212) 218-0550
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

July 24, 2020
(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. []

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only):									
	Arosa Capital Management LP	80-0948256								
2.	Check the Appropriate Box if a Member of a Group (See Instructions):	(a) <input type="checkbox"/> (b) <input type="checkbox"/>								
3.	SEC Use Only									
4.	Source of Funds (See Instructions): OO (See Item 3)									
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):	<input type="checkbox"/>								
6.	Citizenship or Place of Organization:	Delaware								
	Number of Shares Beneficially Owned by Each Reporting Person With	<table border="1"> <tr> <td>7. Sole Voting Power:</td> <td>0</td> </tr> <tr> <td>8. Shared Voting Power:</td> <td>5,161,706*</td> </tr> <tr> <td>9. Sole Dispositive Power:</td> <td>0</td> </tr> <tr> <td>10. Shared Dispositive Power:</td> <td>5,161,706*</td> </tr> </table>	7. Sole Voting Power:	0	8. Shared Voting Power:	5,161,706*	9. Sole Dispositive Power:	0	10. Shared Dispositive Power:	5,161,706*
7. Sole Voting Power:	0									
8. Shared Voting Power:	5,161,706*									
9. Sole Dispositive Power:	0									
10. Shared Dispositive Power:	5,161,706*									
11.	Aggregate Amount Beneficially Owned by Each Reporting Person:	5,161,706*								
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):	<input type="checkbox"/>								
13.	Percent of Class Represented by Amount in Row (11):	4.8%*								
14.	Type of Reporting Person (See Instructions):	IA								

* As of the filing date of this Amendment No. 3 to Schedule 13D (the "Filing Date"), Arosa Capital Management LP, a Delaware limited partnership ("Arosa Capital"), may be deemed to beneficially own in the aggregate 5,161,706 shares of common stock, par value \$0.001 per share (the "Common Stock"), of Workhorse Group Inc. (the "Company"), including (i) 2,006,835 shares of Common Stock and (ii) warrants (the "Warrants") exercisable for an aggregate 3,154,871 shares of Common Stock, subject to the limitations described below. The shares of Common Stock and the Warrants are held by Arosa Opportunistic Fund LP, a Cayman Islands exempted limited partnership ("Arosa Opportunistic Fund"). Arosa Capital serves as the registered investment adviser of Arosa Opportunistic Fund, and Till Bechtolsheimer ("Mr. Bechtolsheimer"), the managing member of the general partner of Arosa Opportunistic Fund and Chief Executive Officer of Arosa Capital, may be deemed to beneficially own the shares of Common Stock and the Warrants (and the shares of Common Stock underlying the Warrants) reported herein. The Warrants are subject to exercise and conversion limitations prohibiting the exercise or conversion of the Warrants to the extent that it would result in the holder, or any of its affiliates, being deemed to beneficially own in excess of 9.99% of the then-outstanding shares of Common Stock. The percentage of beneficial ownership reported on this Amendment No. 3 to Schedule 13D is based on a total of 104,595,365 shares of Common Stock deemed issued and outstanding. Thus, as of the Filing Date, for purposes of Rule 13d-3 under the Securities Exchange Act of 1934, as amended, Arosa Capital, Arosa Opportunistic Fund and Mr. Bechtolsheimer may be deemed to beneficially own 4.8% of the Common Stock of the Company deemed issued and outstanding.

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only):									
	Arosa Opportunistic Fund LP	98-1138847								
2.	Check the Appropriate Box if a Member of a Group (See Instructions):	(a) <input type="checkbox"/> (b) <input type="checkbox"/>								
3.	SEC Use Only									
4.	Source of Funds (See Instructions):	WC (See Item 3)								
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):	<input type="checkbox"/>								
6.	Citizenship or Place of Organization:	Cayman Islands								
	Number of Shares Beneficially Owned by Each Reporting Person With	<table border="1"> <tr> <td>7. Sole Voting Power:</td> <td>0</td> </tr> <tr> <td>8. Shared Voting Power:</td> <td>5,161,706*</td> </tr> <tr> <td>9. Sole Dispositive Power:</td> <td>0</td> </tr> <tr> <td>10. Shared Dispositive Power:</td> <td>5,161,706*</td> </tr> </table>	7. Sole Voting Power:	0	8. Shared Voting Power:	5,161,706*	9. Sole Dispositive Power:	0	10. Shared Dispositive Power:	5,161,706*
7. Sole Voting Power:	0									
8. Shared Voting Power:	5,161,706*									
9. Sole Dispositive Power:	0									
10. Shared Dispositive Power:	5,161,706*									
11.	Aggregate Amount Beneficially Owned by Each Reporting Person:	5,161,706*								
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):	<input type="checkbox"/>								
13.	Percent of Class Represented by Amount in Row (11):	4.8%*								
14.	Type of Reporting Person (See Instructions):	PN								

* As of the filing date of this Amendment No. 3 to Schedule 13D (the "Filing Date"), Arosa Capital Management LP, a Delaware limited partnership ("Arosa Capital"), may be deemed to beneficially own in the aggregate 5,161,706 shares of common stock, par value \$0.001 per share (the "Common Stock"), of Workhorse Group Inc. (the "Company"), including (i) 2,006,835 shares of Common Stock and (ii) warrants (the "Warrants") exercisable for an aggregate 3,154,871 shares of Common Stock, subject to the limitations described below. The shares of Common Stock and the Warrants are held by Arosa Opportunistic Fund LP, a Cayman Islands exempted limited partnership ("Arosa Opportunistic Fund"). Arosa Capital serves as the registered investment adviser of Arosa Opportunistic Fund, and Till Bechtolsheimer ("Mr. Bechtolsheimer"), the managing member of the general partner of Arosa Opportunistic Fund and Chief Executive Officer of Arosa Capital, may be deemed to beneficially own the shares of Common Stock and the Warrants (and the shares of Common Stock underlying the Warrants) reported herein. The Warrants are subject to exercise and conversion limitations prohibiting the exercise or conversion of the Warrants to the extent that it would result in the holder, or any of its affiliates, being deemed to beneficially own in excess of 9.99% of the then-outstanding shares of Common Stock. The percentage of beneficial ownership reported on this Amendment No. 3 to Schedule 13D is based on a total of 104,595,365 shares of Common Stock deemed issued and outstanding. Thus, as of the Filing Date, for purposes of Rule 13d-3 under the Securities Exchange Act of 1934, as amended, Arosa Capital, Arosa Opportunistic Fund and Mr. Bechtolsheimer may be deemed to beneficially own 4.8% of the Common Stock of the Company deemed issued and outstanding.

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only):

Till Bechtolsheimer

2. Check the Appropriate Box if a Member of a Group (See Instructions):

(a)

(b)

3. SEC Use Only

4. Source of Funds (See Instructions): OO (See Item 3)

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):

6. Citizenship or Place of Organization: United Kingdom, Switzerland

Number of	7. Sole Voting Power:	0
Shares Beneficially	8. Shared Voting Power:	5,161,706*
Owned by		
Each Reporting	9. Sole Dispositive Power:	0
Person With	10. Shared Dispositive Power:	5,161,706*

11. Aggregate Amount Beneficially Owned by Each Reporting Person: 5,161,706*

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):

13. Percent of Class Represented by Amount in Row (11): 4.8%*

14. Type of Reporting Person (See Instructions): IN

* As of the filing date of this Amendment No. 3 to Schedule 13D (the "Filing Date"), Arosa Capital Management LP, a Delaware limited partnership ("Arosa Capital"), may be deemed to beneficially own in the aggregate 5,161,706 shares of common stock, par value \$0.001 per share (the "Common Stock"), of Workhorse Group Inc. (the "Company"), including (i) 2,006,835 shares of Common Stock and (ii) warrants (the "Warrants") exercisable for an aggregate 3,154,871 shares of Common Stock, subject to the limitations described below. The shares of Common Stock and the Warrants are held by Arosa Opportunistic Fund LP, a Cayman Islands exempted limited partnership ("Arosa Opportunistic Fund"). Arosa Capital serves as the registered investment adviser of Arosa Opportunistic Fund, and Till Bechtolsheimer ("Mr. Bechtolsheimer"), the managing member of the general partner of Arosa Opportunistic Fund and Chief Executive Officer of Arosa Capital, may be deemed to beneficially own the shares of Common Stock and the Warrants (and the shares of Common Stock underlying the Warrants) reported herein. The Warrants are subject to exercise and conversion limitations prohibiting the exercise or conversion of the Warrants to the extent that it would result in the holder, or any of its affiliates, being deemed to beneficially own in excess of 9.99% of the then-outstanding shares of Common Stock. The percentage of beneficial ownership reported on this Amendment No. 3 to Schedule 13D is based on a total of 104,595,365 shares of Common Stock deemed issued and outstanding. Thus, as of the Filing Date, for purposes of Rule 13d-3 under the Securities Exchange Act of 1934, as amended, Arosa Capital, Arosa Opportunistic Fund and Mr. Bechtolsheimer may be deemed to beneficially own 4.8% of the Common Stock of the Company deemed issued and outstanding.

This Amendment No. 3 to Schedule 13D (this “Amendment”) amends the initial Schedule 13D (the “Initial Schedule 13D”) filed by the Reporting Persons with the United States Securities and Exchange Commission (the “SEC”) on July 19, 2018, as amended by Amendment No. 1 to Schedule 13D filed by the Reporting Persons with the SEC on June 14, 2019 and Amendment No. 2 to Schedule 13D filed by the Reporting Persons with the SEC on July 17, 2020 (the Initial Schedule 13D, as amended by Amendment No. 1 to Schedule 13D and Amendment No. 2 to Schedule 13D, the “Schedule 13D”).

Item 5. Interest in Securities of the Company.

Item 5 of the Schedule 13D is hereby amended and restated in its entirety as follows:

As of the Filing Date, Arosa Opportunistic Fund beneficially owns an aggregate of 5,161,706 shares of Common Stock, including (i) 2,006,835 shares of Common Stock and (ii) 3,154,871 shares of Common Stock underlying the Warrants. Arosa Capital and Mr. Bechtolsheimer may be deemed to beneficially own the shares of Common Stock and the Warrants reported herein. The percentage of beneficial ownership reported in this Amendment is based on a total of 104,595,365 shares of Common Stock deemed issued and outstanding, as reported in the Company’s Preliminary Proxy Statement on Schedule 14A filed with the SEC on July 24, 2020. Thus, the Reporting Persons may be deemed to beneficially own 4.8% of the shares of Common Stock of the Company deemed issued and outstanding. In addition, the Reporting Persons beneficially own 305,000 shares of non-voting Preferred Stock.

Arosa Opportunistic Fund has the right to receive dividends from, and proceeds from the sale of, the shares of Common Stock, the shares of non-voting Preferred Stock and the Warrants (including the shares of Common Stock issuable upon exercise of the Warrants) owned by it. The partners of Arosa Opportunistic Fund have the right to participate indirectly in the receipt of dividends from, and proceeds from the sale of, such securities in accordance with their respective ownership interests in Arosa Opportunistic Fund.

Since the filing of Amendment No. 2 to Schedule 13D by the Reporting Persons with the SEC on July 17, 2020, Arosa Capital, on behalf of Arosa Opportunistic Fund, sold 807,000 shares of Common Stock, as follows:

Date	Quantity	Price	Type of Transaction
July 17, 2020	100	\$7.50	Market Sale
July 17, 2020	17,500	\$15.00	Market Sale
July 20, 2020	1,300	\$15.9745	Market Sale
July 20, 2020	329,877	\$17.0017	Market Sale
July 20, 2020	12,700	\$7.50	Market Sale
July 21, 2020	13,609	\$17.0288	Market Sale
July 21, 2020	1,000	\$10.00	Market Sale

July 22, 2020	2,432	\$17.0444	Market Sale
July 22, 2020	20,300	\$7.50	Market Sale
July 28, 2020	5,000	\$7.50	Market Sale
July 28, 2020	400	\$10.00	Market Sale
August 3, 2020	57,900	\$18.5273	Market Sale
August 3, 2020	344,882	\$17.7826	Market Sale

On August 3, 2020, the Reporting Persons ceased to be the beneficial owners of more than five percent of the Common Stock of the Company.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: August 3, 2020

AROSA OPPORTUNISTIC FUND LP

By: Arosa Capital Management Opportunistic GP II LLC, its general partner

By: /s/ Till Bechtolsheimer
Name: Till Bechtolsheimer
Title: Authorized Signatory

AROSA CAPITAL MANAGEMENT LP

By: /s/ Till Bechtolsheimer
Name: Till Bechtolsheimer
Title: Authorized Signatory

/s/ Till Bechtolsheimer
Till Bechtolsheimer

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).