

CREDIT ACCEPTANCE CORP

Form 4

March 23, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Watson Jill Foss

2. Issuer Name **and** Ticker or Trading
Symbol
CREDIT ACCEPTANCE CORP
[CACC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
25505 W 12 MILE RD, SUITE 4125
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/21/2017

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

SOUTHFIELD, MI 48034

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) Price | | | |
| Common Stock | 03/21/2017 | | S | | 28,189 | D \$ 198.72 <u>(1)</u> | 612,155 | I | See footnote <u>(2)</u> |
| Common Stock | 03/21/2017 | | S | | 1,829 | D \$ 198.72 <u>(1)</u> | 50,412 | I | See footnote <u>(3)</u> |
| Common Stock | 03/21/2017 | | S | | 37,731 | D \$ 198.72 <u>(1)</u> | 1,040,001 | I | See footnote <u>(4)</u> |
| Common Stock | 03/21/2017 | | S | | 47,446 | D \$ 199.49 | 564,709 | I | See footnote |

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| | | | | | | | | |
|--------------|------------|---|--------|---|-----------|--------|---------|-----------------------|
| | | | | | (5) | | | (2) |
| Common Stock | 03/21/2017 | S | 3,079 | D | \$ (5) | 199.49 | 47,333 | I See footnote (3) |
| Common Stock | 03/21/2017 | S | 63,506 | D | \$ (5) | 199.49 | 976,495 | I See footnote (4) |
| Common Stock | 03/21/2017 | S | 7,581 | D | \$ (6) | 200.03 | 557,128 | I See footnote (2) |
| Common Stock | 03/21/2017 | S | 492 | D | \$ (6) | 200.03 | 46,841 | I See footnote (3) |
| Common Stock | 03/21/2017 | S | 10,147 | D | \$ (6) | 200.03 | 966,348 | I See footnote (4) |
| Common Stock | | | | | | | 164,804 | I See footnote (7) |
| Common Stock | | | | | | | 58,154 | I See footnote (8) |
| Common Stock | | | | | | | 58,154 | I See footnote (9) |
| Common Stock | | | | | | | 2,146 | I By Son (10) |

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|----------------|---------------------|--------------------|-------|--|
| Code V (A) (D) | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|----------------------------------|
| | Director 10% Owner Officer Other |
| Watson Jill Foss 25505 W 12 MILE RD SUITE 4125 SOUTHFIELD, MI 48034 | |

Signatures

| | |
|---|------------|
| /s/ Bradley J. Wyatt, Attorney-in-Fact | 03/23/2017 |
|---|------------|

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$197.91 to \$198.91, inclusive. The reporting person undertakes to provide to Credit Acceptance Corporation, any security holder of Credit Acceptance Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the preceding sentence.

(2) These shares are owned of record by Jill Foss Watson, as Trustee of the Jill Foss Watson Living Trust.

(3) These shares are owned of record by Todd Watson, spouse of Jill Foss Watson, as trustee of the Jill Foss Watson Irrevocable Trust.

(4) These shares are owned of record by Jill Foss Watson, as Trustee of the Karol A. Foss Irrevocable Grandchildren's Trust.

(5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$198.92 to \$199.92, inclusive. The reporting person undertakes to provide to Credit Acceptance Corporation, any security holder of Credit Acceptance Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the preceding sentence.

(6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$199.93 to \$200.68, inclusive. The reporting person undertakes to provide to Credit Acceptance Corporation, any security holder of Credit Acceptance Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the preceding sentence.

(7) These shares are owned of record by Jill Foss Watson, as Trustee of the Jill Foss Watson 2016 Grantor Retained Annuity Trust.

(8) These shares are owned of record by Todd Watson, spouse of Jill Foss Watson, as trustee of the Jill Foss Watson 2014 Children's Trust FBO Duncan Todd Watson.

(9) These shares are owned of record by Todd Watson, spouse of Jill Foss Watson, as trustee of the Jill Foss Watson 2014 Children's Trust FBO Gwyneth Ellen Watson.

(10) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or any other purpose.

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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