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KRAHELSk Form 4 January 13, 2	KI MICHAEL A 2005	A										
FORM										OMB AF	PROVAL	
	UNITE	D STATES				ND EX(D.C. 20		NGE C	OMMISSION	OMB Number:	3235-0287	
Check th if no long	oer									Expires:	January 31, 2005	
In the tolliger subject to Section 16.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESForm 4 or Form 5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								Estimated average burden hours per response 0				
obligatio may cont <i>See</i> Instr 1(b).	tinue. Section 1	7(a) of the		tility Ho	olo	ling Com	ipany	Act of	1935 or Section	n		
(Print or Type]	Responses)											
	Address of Reportin		Symbol	ACCEF		Ticker or		0	5. Relationship of Issuer (Checl	Reporting Pers		
(Last)	(First)	(Middle)	•	-	Tr	ansaction			Director	10%	Owner	
27051 TOWNE CENTRE DR 01/11/20				Day/Year)					XOfficer (give titleOther (specify below) below) EVP, Secretary and Gen Counsel			
	(Street)	00/10	4. If Ame Filed(Mor			te Original			6. Individual or Jo Applicable Line) _X_ Form filed by C Form filed by M	One Reporting Pe	rson	
	L RANCE, CA								Person		<u> </u>	
(City)	(State)	(Zip)	Tab	le I - Non	-D	erivative S	Securi	ties Acqu	iired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	r) Executio any	ned n Date, if Day/Year)	Code)	4. Securiti n(A) or Dis (Instr. 3, 4	(A) or	of (D)	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)	
Common	01/11/2005			$X^{(2)}$	v	Amount 5,000	(D)	Price \$ 5.75	6 750	D		
Stock	01/11/2003			$\Lambda \underline{(-)}$		3,000	A	\$ 5.75	0,750	D		
Common Stock	01/11/2005			X <u>(2)</u>		10,000	А	\$ 5.75	16,750	D		
Common Stock	01/11/2005			X <u>(2)</u>		871	А	\$ 3.38	17,621	D		
Common Stock	01/11/2005			X <u>(2)</u>		35,000	А	\$ 3.66	52,621	D		
Common Stock	01/11/2005			X <u>(2)</u>		10,000	А	\$ 2.7	62,621	D		

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Common Stock	01/11/2005	X <u>(2)</u>	5,000	А	\$ 11.75	67,621	D	
Common Stock	01/11/2005	X <u>(2)</u>	20,000	А	\$ 3.76	87,621	D	
Common Stock	01/11/2005	X <u>(2)</u>	2,129	A	\$ 3.38	89,750	D	
Common Stock	01/11/2005	D <u>(1)</u>	89,750	D	\$ 28	0	D	
Common Stock	01/11/2005	D <u>(1)</u>	4,341	D	\$ 28	0	I	By Managed Account (401(k) Plan)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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. Transacti Code (Instr. 8)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (right to purchase)	\$ 5.75	01/11/2005		X <u>(2)</u>		5,000	(2)	02/04/2009	Common Stock	5,000
Stock Options (right to purchase)	\$ 5.75	01/11/2005		X <u>(2)</u>		10,000	(2)	09/09/2008	Common Stock	10,000
Stock Options (right to purchase)	\$ 3.38	01/11/2005		X <u>(2)</u>		871	(2)	05/22/2010	Common Stock	871
	\$ 3.66	01/11/2005		X <u>(2)</u>		35,000	(2)	05/23/2011		35,000

Stock Options (right to purchase)							Common Stock	
Stock Options (right to purchase)	\$ 2.7	01/11/2005	X <u>(2)</u>	10,000	(2)	02/03/2013	Common Stock	10,000
Stock Options (right to purchase)	\$ 11.75	01/11/2005	X <u>(2)</u>	5,000	(2)	01/02/2014	Common Stock	5,000
Stock Options (right to purchase)	\$ 3.76	01/11/2005	X <u>(2)</u>	20,000	(2)	06/19/2012	Common Stock	20,000
Stock Options (right to purchase)	\$ 3.38	01/11/2005	X <u>(2)</u>	2,129	(2)	05/22/2010	Common Stock	2,129

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
KRAHELSKI MICHAEL A 27051 TOWNE CENTRE DR FOOTHILL RANCE, CA 92610			EVP, Secretary and Gen Counsel	
Signatures				

/s/ Michael A. Krahelski	01/13/2005		
<u>**</u> 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).

The shares of common stock were disposed of pursuant to the Agreement and Plan of Merger by and among Capital One Auto Finance, (1) Inc., Foothill Services Corporation and Onyx Acceptance Corporation, dated as of September 20, 2004, in exchange for cash equal to \$28.00 per share.

The options, to the extent not already vested, were deemed vested and exercisable immediately prior to the effectiveness of the merger of (2) Foothill Services Corporation with and into Ony Acceptance Corporation (the "Effective Time"). The options were deemed exercised immediately prior to the Effective Time.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.