

CREDIT ACCEPTANCE CORP  
Form DEFR14A  
April 16, 2009

**SCHEDULE 14A**  
**(RULE 14a-101)**  
**INFORMATION REQUIRED IN PROXY STATEMENT**  
**SCHEDULE 14A INFORMATION**

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No. 1)

Filed by the registrant

Filed by a party other than the registrant

Check the appropriate box:

Preliminary proxy statement.

**Confidential, for use of the Commission only (as permitted by Rule 14a-6(e)(2)).**

Definitive proxy statement.

Definitive additional materials.

Soliciting material pursuant to Rule 14a-12

CREDIT ACCEPTANCE CORPORATION

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)

Payment of filing fee (check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

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**Supplement to Proxy Statement**

Credit Acceptance Corporation  
 25505 West Twelve Mile Road  
 Southfield, Michigan 48034-8339

The following supplements and amends the definitive proxy statement on Schedule 14A filed with the Securities and Exchange Commission on April 10, 2009 (the 2009 Proxy Statement ), by Credit Acceptance Corporation (the Company ). This supplement to the 2009 Proxy Statement is first being made available to shareholders of the Company on April 16, 2009.

**EXPLANATORY NOTE**

The Company is revising certain information contained in the 2009 Proxy Statement in order to properly reflect the number of restricted stock units granted to Brett A. Roberts, Chief Executive Officer of the Company, under the Company's Incentive Compensation Plan prior to April 6, 2009, appearing on page 24 of the 2009 Proxy Statement. After filing the 2009 Proxy Statement, it was discovered that the Previously Granted Awards Table reflected only Mr. Roberts' 180,000 previously granted restricted stock units that are currently unvested rather than both his previously granted vested and unvested restricted stock units, totalling 300,000 restricted stock units. The Previously Granted Awards Table below has been revised to indicate the correct restricted stock unit information for Mr. Roberts. Except for the correction of Mr. Roberts' restricted stock unit information, there are no revisions to the 2009 Proxy Statement.

<b>Name and position</b>	<b>Previously Granted Awards</b>	
	<b>Restricted Stock (#)</b>	<b>Restricted Stock Units (#)</b>
Brett A. Roberts, Chief Executive Officer	53,138	300,000
Steven M. Jones, President	36,431	150,000
Kenneth S. Booth, Chief Financial Officer	13,926	22,500
Michael P. Miotto, Chief Information Officer	10,487	27,500
All Executive Officers as a Group (8 persons)	128,857	550,000
Non-Executive Officer Employee Group	65,964	205,000
	194,821	755,000