### MEYERS THOMAS C

Form 4

January 14, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

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**OMB APPROVAL** 

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Check this box if no longer subject to Section 16. Form 4 or Form 5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person \* **MEYERS THOMAS C** 

(First)

(Street)

2. Issuer Name and Ticker or Trading

Symbol

5. Relationship of Reporting Person(s) to Issuer

ONYX ACCEPTANCE CORP

(Check all applicable)

[ONYX]

(Middle)

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

\_X\_\_ Director 10% Owner \_\_ Other (specify Officer (give title below)

27051 TOWNE CENTRE DRIVE 01/11/2005

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

FOOTHILLS RANCH, CA 92610

(City)	(State)	(Zip) <b>Tabl</b>	le I - Non-I	<b>Derivative</b>	Securi	ities Acqu	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	01/11/2005		X(2)	7,000	A	\$ 5.06	11,000	D	
Common Stock	01/11/2005		X(2)	7,000	A	\$ 3.76	18,000	D	
Common Stock	01/11/2005		X(2)	5,000	A	\$ 11.75	23,000	D	
Common Stock	01/11/2005		X(2)	7,000	A	\$ 4.75	30,000	D	
Common Stock	01/11/2005		X(2)	7,000	A	\$ 4.25	37,000	D	

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Common Stock	01/11/2005	X(2)	10,000	A	\$ 10.5	47,000	D
Common Stock	01/11/2005	X(2)	7,000	A	\$ 7.88	54,000	D
Common Stock	01/11/2005	D(1)	54,000	D	\$ 28	0	D

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (right to purchase)	\$ 5.06	01/11/2005		X(2)	7,000	(2)	05/29/2013	Common Stock	7,000
Stock Options (right to purchase)	\$ 3.76	01/11/2005		X(2)	7,000	<u>(2)</u>	06/19/2012	Common Stock	7,000
Stock Options (right to purchase)	\$ 11.75	01/11/2005		X(2)	5,000	<u>(2)</u>	01/02/2014	Common Stock	5,000
Stock Options (right to purchase)	\$ 4.75	01/11/2005		X(2)	7,000	(2)	05/31/2011	Common Stock	7,000
Stock Options (right to purchase)	\$ 4.25	01/11/2005		X(2)	7,000	(2)	05/31/2010	Common Stock	7,000

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Stock Options (right to purchase)	\$ 10.5	01/11/2005	X <sup>(2)</sup>	10,000	(2)	05/22/2008	Common Stock	10,000
Stock Options (right to	\$ 7.88	01/11/2005	X(2)	7,000	(2)	05/27/2009	Common Stock	7,000

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

MEYERS THOMAS C
27051 TOWNE CENTRE DRIVE X
FOOTHILLS RANCH, CA 92610

# **Signatures**

C. THOMAS MEYERS by DON P. DUFFY, ATTORNEY-IN-FACT

01/13/2005

\*\*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. Footbill Services Corporation and Oncy. Acceptance Corporation, dated as of September 20, 2004, in exchange for each equal to

- (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 Onyx 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.

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