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AMERICREDIT CORP  
Form SC 13D/A  
March 05, 2008

=====

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13D  
UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(AMENDMENT NO. 6)

AmeriCredit Corp.

-----  
(Name of Issuer)

Common Stock, \$0.01 par value

-----  
(Title of class of securities)

03060R101

-----  
(CUSIP number)

JOSEPH A. ORLANDO  
VICE PRESIDENT AND CHIEF FINANCIAL OFFICER  
LEUCADIA NATIONAL CORPORATION  
315 PARK AVENUE SOUTH  
NEW YORK, NEW YORK 10010

WITH A COPY TO:

ANDREA A. BERNSTEIN, ESQ.  
WEIL, GOTSHAL & MANGES LLP  
767 FIFTH AVENUE  
NEW YORK, NEW YORK 10153

-----  
(Name, address and telephone number of person authorized to  
receive notices and communications)

March 4, 2008

-----  
(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 which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box [ ].

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-----  
 CUSIP No. 03060R101 13D Page 2  
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1 NAME OF REPORTING PERSON: Leucadia National Corporation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)  [X]  
 (b)  [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS: N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
 ITEM 2 (d) OR 2 (e):  [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION: New York

7 SOLE VOTING POWER: -0-

NUMBER OF  
 SHARES 8 SHARED VOTING POWER: 30,361,440 (1) (2)

BENEFICIALLY  
 OWNED BY 9 SOLE DISPOSITIVE POWER: -0-  
 EACH

REPORTING  
 PERSON WITH 10 SHARED DISPOSITIVE POWER: 29,336,440 (1)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:  
 30,361,440 (1) (2)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
 SHARES:  [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 26.5% (1) (2)

14 TYPE OF REPORTING PERSON: CO

(1) Includes an aggregate of 3,250,000 shares of common stock, representing approximately 2.8% of the common stock outstanding as of January 31, 2008, that, for purposes of this Statement on Schedule 13D, may be deemed to be beneficially owned pursuant to the terms of option agreements between RCG Baldwin, L.P. and Lehman Brothers OTC Derivatives Inc. See Item 6 of the Statement on Schedule 13D, filed January 22, 2008, for a description of the option transactions.

(2) Includes 1,025,000 shares of common stock, representing approximately 0.9% of the common stock outstanding as of January 31, 2008, that, for purposes of this Statement on Schedule 13D, may be deemed to be beneficially owned pursuant

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to the terms of the voting and proxy agreement between Baldwin Enterprises, Inc. and Ramius Capital Group, L.L.C. and its affiliates. See Item 6 of Amendment No. 1 to the Statement on Schedule 13D, filed January 29, 2008, for a description of the voting and proxy agreement.

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CUSIP No. 03060R101	13D	Page 3	
-----		-----	
1	NAME OF REPORTING PERSON:	Phlcorp, Inc.	
-----		-----	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a)	<input checked="" type="checkbox"/>
		(b)	<input type="checkbox"/>
-----		-----	
3	SEC USE ONLY		
-----		-----	
4	SOURCE OF FUNDS:	N/A	
-----		-----	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2 (d) OR 2 (e):	<input type="checkbox"/>	
-----		-----	
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	Pennsylvania	
-----		-----	
	7	SOLE VOTING POWER:	-0-
NUMBER OF	-----		-----
SHARES	8	SHARED VOTING POWER:	30,361,440 (1) (2)
BENEFICIALLY	-----		-----
OWNED BY	9	SOLE DISPOSITIVE POWER:	-0-
EACH	-----		-----
REPORTING	10	SHARED DISPOSITIVE POWER:	29,336,440 (1)
PERSON WITH	-----		-----
-----		-----	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:	30,361,440 (1) (2)	
-----		-----	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="checkbox"/>	
-----		-----	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	26.5% (1) (2)	
-----		-----	
14	TYPE OF REPORTING PERSON:	CO	
-----		-----	

(1) Includes an aggregate of 3,250,000 shares of common stock, representing approximately 2.8% of the common stock outstanding as of January 31, 2008, that, for purposes of this Statement on Schedule 13D, may be deemed to be beneficially owned pursuant to the terms of option agreements between RCG Baldwin, L.P. and

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Lehman Brothers OTC Derivatives Inc. See Item 6 of the Statement on Schedule 13D, filed January 22, 2008, for a description of the option transactions.

(2) Includes 1,025,000 shares of common stock, representing approximately 0.9% of the common stock outstanding as of January 31, 2008, that, for purposes of this Statement on Schedule 13D, may be deemed to be beneficially owned pursuant to the terms of the voting and proxy agreement between Baldwin Enterprises, Inc. and Ramius Capital Group, L.L.C. and its affiliates. See Item 6 of Amendment No. 1 to the Statement on Schedule 13D, filed January 29, 2008, for a description of the voting and proxy agreement.

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CUSIP No. 03060R101	13D	Page 4	
-----		-----	
1	NAME OF REPORTING PERSON:	Baldwin Enterprises, Inc.	
-----		-----	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a)	<input checked="" type="checkbox"/> [X]
		(b)	<input type="checkbox"/> [ ]
-----		-----	
3	SEC USE ONLY		
-----		-----	
4	SOURCE OF FUNDS:	WC	
-----		-----	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2 (d) OR 2 (e):	<input type="checkbox"/> [ ]	
-----		-----	
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	Colorado	
-----		-----	
	7	SOLE VOTING POWER:	-0-
-----		-----	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER:	30,361,440 (1) (2)
-----		-----	
	9	SOLE DISPOSITIVE POWER:	-0-
-----		-----	
	10	SHARED DISPOSITIVE POWER:	29,336,440 (1)
-----		-----	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:	30,361,440 (1) (2)	
-----		-----	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="checkbox"/> [ ]	
-----		-----	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	26.5% (1) (2)	
-----		-----	
14	TYPE OF REPORTING PERSON:	CO	
-----		-----	

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(1) Includes an aggregate of 3,250,000 shares of common stock, representing approximately 2.8% of the common stock outstanding as of January 31, 2008, that, for purposes of this Statement on Schedule 13D, may be deemed to be beneficially owned pursuant to the terms of option agreements between RCG Baldwin, L.P. and Lehman Brothers OTC Derivatives Inc. See Item 6 of the Statement on Schedule 13D, filed January 22, 2008, for a description of the option transactions.

(2) Includes 1,025,000 shares of common stock, representing approximately 0.9% of the common stock outstanding as of January 31, 2008, that, for purposes of this Statement on Schedule 13D, may be deemed to be beneficially owned pursuant to the terms of the voting and proxy agreement between Baldwin Enterprises, Inc. and Ramius Capital Group, L.L.C. and its affiliates. See Item 6 of Amendment No. 1 to the Statement on Schedule 13D, filed January 29, 2008, for a description of the voting and proxy agreement.

-----  
CUSIP No. 03060R101

13D

-----  
Page 5  
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1 NAME OF REPORTING PERSON: RCG Baldwin, L.P.  
-----

-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)  [X]  
(b)  [\_\_\_\_]  
-----

3 SEC USE ONLY  
-----

4 SOURCE OF FUNDS: WC  
-----

-----  
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2 (d) OR 2 (e):  [\_\_\_\_]  
-----

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware  
-----

7 SOLE VOTING POWER: -0-

-----  
NUMBER OF  
SHARES  
8 SHARED VOTING POWER: 3,250,000 (1)  
-----

BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

9 SOLE DISPOSITIVE POWER: -0-

10 SHARED DISPOSITIVE POWER: 3,250,000 (1)  
-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:  
3,250,000 (1)  
-----

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES:  [\_\_\_\_]  
-----

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 2.8%(1)

14 TYPE OF REPORTING PERSON: PN

(1) Consists of an aggregate of 3,250,000 shares of common stock, representing approximately 2.8% of the common stock outstanding as of January 31, 2008, that, for purposes of this Statement on Schedule 13D, may be deemed to be beneficially owned pursuant to the terms of option agreements between RCG Baldwin, L.P. and Lehman Brothers OTC Derivatives Inc. See Item 6 of the Statement on Schedule 13D, filed January 22, 2008, for a description of the option transactions.

CUSIP No. 03060R101

13D

Page 6

1 NAME OF REPORTING PERSON: RCG Sextant Master Fund, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Cayman Islands

7 SOLE VOTING POWER: -0-

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

8 SHARED VOTING POWER: 697,240

9 SOLE DISPOSITIVE POWER: 697,240

10 SHARED DISPOSITIVE POWER: -0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON: 697,240

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): Less than 1%

14 TYPE OF REPORTING PERSON: CO

CUSIP No. 03060R101

13D

Page 7

1 NAME OF REPORTING PERSON: RCG Enterprise, Ltd

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)  [X]  
(b)  [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS: WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2(d) OR 2(e):  [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Cayman Islands

7 SOLE VOTING POWER: -0-

NUMBER OF  
SHARES  
BENEFICIALLY

8 SHARED VOTING POWER: 327,760

OWNED BY  
EACH  
REPORTING

9 SOLE DISPOSITIVE POWER: 327,760

PERSON WITH

10 SHARED DISPOSITIVE POWER: -0-

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:  
327,760

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES:  [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): Less than 1%

14 TYPE OF REPORTING PERSON: CO

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-----  
 CUSIP No. 03060R101 13D Page 8  
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1 NAME OF REPORTING PERSON: Ramius Capital Group, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)  [X]  
 (b)  [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS: 00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
 ITEM 2(d) OR 2(e):  [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

7 SOLE VOTING POWER: -0-

NUMBER OF  
 SHARES 8 SHARED VOTING POWER: 1,025,000

BENEFICIALLY  
 OWNED BY 9 SOLE DISPOSITIVE POWER: 1,025,000

EACH  
 REPORTING 10 SHARED DISPOSITIVE POWER: -0-  
 PERSON WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:  
 1,025,000

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
 SHARES:  [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): Less than 1%

14 TYPE OF REPORTING PERSON: IA, 00

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 CUSIP No. 03060R101 13D Page 9  
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1 NAME OF REPORTING PERSON: C4S & Co., L.L.C.



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2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a) <input checked="" type="checkbox"/>	(b) <input type="checkbox"/>
3	SEC USE ONLY		
4	SOURCE OF FUNDS:	OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2 (d) OR 2 (e):	<input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	Delaware	
7	SOLE VOTING POWER:	-0-	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER:	1,025,000
	9	SOLE DISPOSITIVE POWER:	1,025,000
	10	SHARED DISPOSITIVE POWER:	-0-
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:	1,025,000	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	Less than 1%	
14	TYPE OF REPORTING PERSON:	OO	

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CUSIP No. 03060R101

13D

Page 10

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1	NAME OF REPORTING PERSON:	Peter A. Cohen	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a) <input checked="" type="checkbox"/>	(b) <input type="checkbox"/>
3	SEC USE ONLY		
4	SOURCE OF FUNDS:	OO	

-----

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5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2 (d) OR 2 (e) :

6 CITIZENSHIP OR PLACE OF ORGANIZATION: USA

7 SOLE VOTING POWER: -0-

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
8 SHARED VOTING POWER: 1,025,000

9 SOLE DISPOSITIVE POWER: -0-

10 SHARED DISPOSITIVE POWER: 1,025,000

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:  
1,025,000

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES:

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): Less than 1%

14 TYPE OF REPORTING PERSON: IN

CUSIP No. 03060R101 13D Page 11

1 NAME OF REPORTING PERSON: Morgan B. Stark

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)   
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEM 2 (d) OR 2 (e) :

6 CITIZENSHIP OR PLACE OF ORGANIZATION: USA

7 SOLE VOTING POWER: -0-

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	----- 8	SHARED VOTING POWER:	1,025,000
	-----		
	9	SOLE DISPOSITIVE POWER:	-0-
	-----		
	10	SHARED DISPOSITIVE POWER:	1,025,000

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON: 1,025,000

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): Less than 1%

14 TYPE OF REPORTING PERSON: IN

-----  
CUSIP No. 03060R101

13D

-----  
Page 12

1 NAME OF REPORTING PERSON: Thomas W. Strauss

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION: USA

-----  
7 SOLE VOTING POWER: -0-

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	----- 8	SHARED VOTING POWER:	1,025,000
	-----		
	9	SOLE DISPOSITIVE POWER:	-0-
	-----		
	10	SHARED DISPOSITIVE POWER:	1,025,000

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-----  
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON: 1,025,000  
-----  
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES: [ ]  
-----  
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): Less than 1%  
-----  
14 TYPE OF REPORTING PERSON: IN  
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-----  
CUSIP No. 03060R101 13D Page 13  
-----

-----  
1 NAME OF REPORTING PERSON: Jeffrey M. Solomon  
-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a) [X]  
(b) [ ]  
-----  
3 SEC USE ONLY  
-----  
4 SOURCE OF FUNDS: OO  
-----  
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2 (d) OR 2 (e): [ ]  
-----  
6 CITIZENSHIP OR PLACE OF ORGANIZATION: USA  
-----

-----  
7 SOLE VOTING POWER: -0-  
-----  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
8 SHARED VOTING POWER: 1,025,000  
-----  
9 SOLE DISPOSITIVE POWER: -0-  
-----  
10 SHARED DISPOSITIVE POWER: 1,025,000  
-----

-----  
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON: 1,025,000  
-----  
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES: [ ]  
-----  
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): Less than 1%  
-----

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14

TYPE OF REPORTING PERSON:

IN

This Amendment No. 6 (this "Amendment") amends the Statement on Schedule 13D originally filed on January 22, 2008 (the "Original Schedule") by the Reporting Persons, which Original Schedule was subsequently amended (the Original Schedule as amended by Amendments No. 1 through 6, is referred to as the "Schedule 13D") by the Reporting Persons and is filed by and on behalf of the Reporting Persons with respect to the common stock, \$0.01 par value per share (the "Common Stock"), of AmeriCredit Corp., a Texas corporation (the "Company"). Unless otherwise indicated, all capitalized terms used herein have the meaning ascribed to them in the Schedule 13D.

#### ITEM 4. PURPOSE OF TRANSACTION.

Item 4 of the Schedule 13D is hereby supplemented, with effect from the date of this Amendment, by adding the following:

On March 4, 2008, Leucadia and the Company entered into a standstill agreement, which is described in Item 6 of this Amendment and incorporated herein by reference.

On March 4, 2008, the Company announced that two Leucadia designees were elected to the Company's Board of Directors (the "Board"), as further described in Item 6 of this Amendment and incorporated herein by reference.

#### ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Item 6 of the Schedule 13D is hereby supplemented, with effect from the date of this Amendment, by adding the following:

On March 4, 2008, Leucadia and the Company entered into a two year standstill agreement (the "Standstill Agreement") providing for, among other matters, a cap of 29.9% ownership for the Reporting Persons (subject to certain provisions), representation for Leucadia on the Board (with Leucadia having the right to designate two of the Company's nine directors and the Company agreeing not to increase the size of the Board above nine directorships without the consent of both Leucadia's designees to the Board and a majority of the Board unaffiliated with Leucadia), Leucadia's agreement to vote for the Board's director nominees, certain restrictions on proposals that may be made by the Reporting Persons (including as to the composition of the Board) without approval of the Board, and the Company's agreement to enter into a registration rights agreement covering all shares of the Company's common stock owned by Leucadia, all on the terms and conditions set forth in the Standstill Agreement. The restrictions under the Standstill Agreement will terminate early if the Reporting Persons own less than 5% of the Common Stock. The Standstill Agreement is attached hereto as Exhibit 1 and is incorporated in its entirety herein by reference.

Pursuant to the Standstill Agreement, on March 4, 2008, the Company

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filed a Current Report on Form 8-K with the Securities and Exchange Commission announcing, among other things, that the Board had created two new director positions and elected Ian M. Cumming, Leucadia's Chairman, and Justin R. Wheeler, a Vice President of Leucadia, to fill those positions.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

EXHIBIT 1 Standstill Agreement, dated March 4, 2008, between Leucadia National Corporation and AmeriCredit Corp.

14

SIGNATURES

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: March 5, 2008

LEUCADIA NATIONAL CORPORATION

By: /s/ Joseph A. Orlando

-----  
Name: Joseph A. Orlando  
Title: Vice President and Chief  
Financial Officer

PHLCORP, INC.

By: /s/ Joseph A. Orlando

-----  
Name: Joseph A. Orlando  
Title: Vice President

BALDWIN ENTERPRISES, INC.

By: /s/ Joseph A. Orlando

-----  
Name: Joseph A. Orlando  
Title: Vice President

RCG BALDWIN, L.P.

By: Ramius Advisors, LLC  
Its General Partner

By: Baldwin Enterprises, Inc.  
As Attorney-In-Fact

By: /s/ Joseph A. Orlando

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-----  
Name: Joseph A. Orlando  
Title: Vice President

RCG SEXTANT MASTER FUND, LTD.

By: Ramius Capital Group, L.L.C.  
Its Investment Manager

15

By: C4S & Co., L.L.C.  
As Managing Member

RCG ENTERPRISE, LTD

By: Ramius Capital Group, L.L.C.  
Its Investment Manager

By: C4S & Co., L.L.C.  
As Managing Member

RAMIUS CAPITAL GROUP, LLC

By: C4S & Co., L.L.C.  
As Managing Member

C4S & CO., LLC

By: /s/ Jeffrey M. Solomon

-----  
Name: Jeffrey M. Solomon  
Title: Authorized Signatory

/s/ Jeffrey M. Solomon

-----  
JEFFREY M. SOLOMON  
Individually and as attorney-in-fact for  
Peter A. Cohen, Morgan B. Stark and  
Thomas W. Strauss

16

EXHIBIT INDEX

Exhibit No.

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- 1 Standstill Agreement, dated March 4, 2008, between Leucadia National Corporation and AmeriCredit Corp.