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GENERAL MOTORS ACCEPTANCE CORP

Form 424B3

March 20, 2002

Pricing Supplement Dated October 10, 2001  
(To Prospectus Dated February 20, 2001)

Rule 424(b) (3)  
File No. 333-55440

GENERAL MOTORS ACCEPTANCE CORPORATION  
Medium-Term Notes - Floating Rate

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Agent: Merrill Lynch & Co.  
Principal Amount: \$400,000,000.00  
Agent's Discount  
or Commission: \$700,000.00  
Net Proceeds to Company: \$399,300,000.00  
Initial Interest Rate: Reset on the Issue Date (also an Interest  
Reset Date).  
Issue Date: 10/12/01  
Maturity Date: 10/15/03  
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Calculation Agent: GMAC

Interest Calculation:

/X/ Regular Floating Rate Note  
Interest Rate Basis: / / CD Rate / / Commercial Paper Rate  
/ / Prime Rate / / Federal Funds Rate  
/X/ LIBOR (see below) / / Treasury Rate  
/ / Other  
(see attached)

If LIBOR, Designated LIBOR Page / / Reuters Page: / / or  
/X/ Telerate Page: 3750

Interest Reset Dates: Each January 15, April 15, July 15, and October 15,  
provided however, the first Interest Reset Date  
will be October 12, 2001, and the second Interest Reset  
Date will be January 15, 2002.

The final Interest Reset Date will be July 15, 2003.

Interest Payment Dates: Each January 15, April 15, July 15, and October 15  
commencing January 15, 2002 and ending October 15, 2003.

Index Maturity: 3 Months

Spread (+/-): +1.00%

Rate Floor: The interest rate on the Notes (which  
equals the Interest Rate Basis in effect on  
each Interest Reset Date plus the Spread)  
applicable to each Interest Period within  
the period (i) from and including October  
12, 2001 to but excluding October 15, 2002  
("Year 1") and (ii) from and including  
October 15, 2002 to but excluding the  
Maturity Date ("Year 2") will be subject to  
the following per annum Minimum Interest  
Rates:

Year 1: 3.75%

Year 2: 4.75%

Day Count Convention:

/X/ Actual/360 for the period from 10/12/01 to 10/15/03

/ / Actual/Actual for the period from / / to / /

/ / 30/360 for the period from / / to / /

Redemption:

/X/ The Notes cannot be redeemed prior to the Stated Maturity Date.

/ / The Notes may be redeemed prior to Stated Maturity Date.

/ / Initial Redemption Date:

Initial Redemption Percentage: \_\_\_\_%

Annual Redemption Percentage Reduction: \_\_\_\_% until Redemption

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Percentage is 100% of the Principal Amount.

Repayment:

- /X/ The Notes cannot be repaid prior to the Maturity Date.
- / / The Notes can be repaid prior to the Maturity Date at the option of the holder of the Notes. (See Below)
- / / Optional Repayment Date(s):  
Repayment Price: %

Currency:

- Specified Currency: U.S. (If other than U.S. dollars, see attached)
- Minimum Denominations: \_\_\_\_\_ (Applicable only if Specified  
Currency is other than U.S. dollars)
- Original Issue Discount: / / Yes      /X/ No
- Total Amount of OID:                      Yield to Maturity:
- Initial Accrual Period:
- Form: /X/ Book-Entry                      / / Certificated
- Other: /X/ Principal                      / / Agent

If as principal:

- / / The Notes are being offered at varying prices related to prevailing market prices at the time of resale.
- /X/ The Notes are being offered at a fixed initial public offering price of 100% of principal amount.

If as agent:

The Notes are being offered at a fixed initial public offering price of XX% of principal amount.