

GMAC LLC
 Form 424B5
 May 14, 2007
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Filed Pursuant to Rule 424(b)(5)
 Registration No. 333-108533

PROSPECTUS SUPPLEMENT

(To Prospectus Dated September 16, 2003)

GMAC LLC

\$1,000,000,000 Floating Rate Notes due 2009

\$1,000,000,000 6.625% Notes due 2012

We are offering \$1,000,000,000 of our Floating Rate Senior Notes due 2009, or the floating rate notes, and \$1,000,000,000 of our 6.625% Senior Notes due 2012, or the 2012 notes. In this prospectus supplement, we refer to the floating rate notes and the 2012 notes collectively as the notes. We will pay interest on the floating rate notes quarterly on February 15, May 15, August 15 and November 15 of each year, beginning on August 15, 2007. We will pay interest on the 2012 notes semi-annually on May 15 and November 15 of each year, beginning on November 15, 2007. The notes will be unsecured, unsubordinated obligations of GMAC. The notes are not redeemable prior to maturity.

This investment involves risks. See Risk Factors beginning on page S-4.

	<u>Price</u> to Public	<u>Underwriting</u> Discount	<u>Proceeds to</u> GMAC
Per floating rate note	100%	0.200%	99.8%
Total	\$ 1,000,000,000	\$ 2,000,000	\$ 998,000,000
Per 2012 note	99.619%	0.425%	99.194%
Total	\$ 996,190,000	\$ 4,250,000	\$ 991,940,000

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(1) Plus accrued interest from May 15, 2007 if settlement occurs after that date.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined if this prospectus supplement or the related prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

The notes will be ready for delivery in book-entry form through The Depository Trust Company on or about May 15, 2007.

Joint Book-Running Managers

Barclays Capital Citi Credit Suisse Deutsche Bank Securities

Co-Managers

**Calyon Securities (USA)
Fortis Securities LLC**

**Commerzbank Corporates and Markets
UBS Investment Bank**

May 10, 2007

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Unless the context indicates otherwise, the words "GMAC", "we", "our", "ours" and "us" refer to GMAC LLC, including its subsidiaries.

You should rely only on the information contained in or incorporated by reference in this prospectus supplement and the accompanying prospectus. We have not, and the underwriters have not, authorized any other person to provide you different information or to make any additional representations. We are not, and the underwriters are not, making an offer of any securities other than the Notes. This prospectus supplement is part of, and must be read in conjunction with, the accompanying prospectus dated September 16, 2003. You should not assume that the information appearing in this prospectus supplement and the accompanying prospectus, as well as the information incorporated by reference, is accurate as of any date other than the date on the front cover of this prospectus supplement.

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The distribution of this prospectus supplement and the accompanying prospectus and the offering of the Notes may be restricted in certain jurisdictions. You should inform yourself about and observe any such restrictions. This prospectus supplement and the accompanying prospectus do not constitute, and may not be used in connection with, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorized or in which the person making such offer or solicitation is not qualified to do so or to any person to whom it is unlawful to make such offer or solicitation.

Unless otherwise specified or the context otherwise requires, references in this prospectus supplement and accompanying prospectus to dollars , \$ and U.S.\$ are to United States dollars.

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GMAC LLC

GMAC is a leading global financial services firm with operations in approximately 40 countries. Founded in 1919 as a wholly owned subsidiary of General Motors Corporation, GMAC was originally established to provide GM franchised dealers with the automotive financing necessary for the dealers to acquire and maintain vehicle inventories and to provide retail customers the means by which to finance vehicle purchases through GM dealers.

On November 30, 2006, GM sold a 51% interest in us for approximately \$7.4 billion (the Sale Transactions) to FIM Holdings LLC (FIM Holdings). FIM Holdings is an investment consortium led by Cerberus FIM Investors, LLC, the sole managing member, and also including, Citigroup Inc., Aozora Bank Ltd., and a subsidiary of The PNC Financial Services Group, Inc.

Our products and services have expanded beyond automotive financing as we currently operate in the following lines of business: Automotive Finance, Mortgage (ResCap) and Insurance.

Automotive Finance Our Automotive Finance operations offer a wide range of financial services and products (directly and indirectly) to retail automotive consumers, automotive dealerships and other commercial businesses. Our Automotive Finance operations are comprised of two separate reporting segments: North American Automotive Finance Operations and International Automotive Finance Operations. The products and services offered by our Automotive Finance operations include the purchase of retail installment sales contracts and leases, offering of term loans, dealer floor plan financing and other lines of credit to dealers, fleet leasing and vehicle remarketing services. While most of our operations focus on prime automotive financing to and through GM or GM affiliated dealers, our Nuvel operation, which is part of our North American Automotive Finance Operations, focuses on nonprime automotive financing to GM-affiliated and non-GM dealers. Our Nuvel operation also provides private-label automotive financing. In addition, our Automotive Financing operations utilize asset securitization and whole loan sales as a critical component of our diversified funding strategy.

Mortgage (ResCap) Our ResCap operations involve the origination, purchase, servicing, sale and securitization of consumer (i.e., residential) and mortgage loans and mortgage-related products (e.g., real estate services). Typically, mortgage loans are originated and sold to investors in the secondary market, including securitization transactions in which the assets are legally sold but are accounted for as secured financings.

Insurance Our Insurance operations offer automobile service contracts and underwrite personal automobile insurance coverage (ranging from preferred to non-standard risks) and selected commercial insurance and reinsurance coverage. We are a leading provider of automotive extended service contracts with mechanical breakdown and maintenance coverages. Our automotive extended service contracts offer vehicle owners and lessees mechanical repair protection and roadside assistance for new and used vehicles beyond the manufacturer's new vehicle warranty. We underwrite and market non-standard, standard and preferred risk physical damage and liability insurance coverages for passenger automobiles, motorcycles, recreational vehicles and commercial automobiles through independent agency, direct response and internet channels. Additionally, we market private-label insurance through a long-term agency relationship with Homesite Insurance, a national provider of home insurance products. We provide commercial insurance, primarily covering dealers' wholesale vehicle inventory, and reinsurance products. Internationally, ABA Seguros provides certain commercial business insurance exclusively in Mexico.

Other Our Other operations consist of our Commercial Finance Group, an equity investment in Capmark (our former commercial mortgage operations), certain corporate activities, and reclassifications and elimination between the reporting segments.

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RISK FACTORS

You should carefully consider the following risk factors and the information under the heading "Risk Factors" in our annual report on Form 10-K for the year ended December 31, 2006 and our quarterly report on Form 10-Q for the three months ended March 31, 2007 which are incorporated by reference into this prospectus supplement and accompanying prospectus, as well as the other information included or incorporated by reference into this prospectus supplement and the accompanying prospectus, before making an investment decision. The following is not intended as, and should not be construed as, an exhaustive list of relevant risk factors. There may be other risks that a prospective investor should consider that are relevant to its own particular circumstances or generally.

The notes are effectively junior to the existing and future liabilities of GMAC's subsidiaries

The notes are GMAC's unsecured obligations and will rank equally in right of payment with all of GMAC's other existing and future unsecured, unsubordinated obligations. The notes are not secured by any of GMAC's assets. Any future claims of secured lenders with respect to assets securing their loans will be prior to any claim of the holders of the notes with respect to those assets.

GMAC's subsidiaries are separate and distinct legal entities from GMAC. GMAC's subsidiaries have no obligation to pay any amounts due on the notes or to provide GMAC with funds to meet its payment obligations on the notes, whether in the form of dividends, distributions, loans or other payments. In addition, any payment of dividends, loans or advances by GMAC's subsidiaries could be subject to statutory or contractual restrictions. Payments to GMAC by its subsidiaries will also be contingent upon the subsidiaries' earnings and business considerations. GMAC's right to receive any assets of any of its subsidiaries upon their bankruptcy, liquidation or reorganization, and therefore the right of the holders of the notes to participate in those assets, will be effectively subordinated to the claims of that subsidiary's creditors, including trade creditors. Because of the nature of GMAC's lending and investment businesses, its subsidiaries often incur significant liabilities to those creditors. In addition, even if GMAC is a creditor of any of its subsidiaries, its right as a creditor would be subordinate to any security interest in the assets of its subsidiaries and any indebtedness of its subsidiaries senior to that held by GMAC. As of March 31, 2007, GMAC had approximately \$75 billion in indebtedness, \$7 billion of which was secured, and GMAC subsidiaries had approximately \$149 billion in indebtedness, \$110 billion of which was secured.

Our credit ratings may not reflect all risks of your investments in the notes

Our credit ratings are an assessment by rating agencies of our ability to pay our debts when due. Consequently, real or anticipated changes in our credit ratings will generally affect the market value of the notes. These credit ratings may not reflect the potential impact of risks relating to structure or marketing of the notes. Agency ratings are not a recommendation to buy, sell or hold any security, and may be revised or withdrawn at any time by the issuing organization. Each agency's rating should be evaluated independently of any other agency's rating.

An active trading market may not develop for the notes

The notes are a new issue of securities for which there is no trading market. We can provide no assurance regarding the future development or maintenance of a market for the notes or the ability of holders of the notes to sell their notes. If such a market were to develop, the notes could trade at prices which may be higher or lower than the initial offering price depending on many factors independent of our creditworthiness, including, among other things:

the time remaining to the maturity of the notes;

the outstanding principal amount of the notes; and

the level, direction and volatility of market interest rates generally.

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INCORPORATION OF CERTAIN DOCUMENTS BY REFERENCE

The SEC allows us to incorporate by reference information we file with them, which means that we can disclose important information to you by referring you to those documents, including our annual, quarterly and current reports, that are considered part of this prospectus supplement and accompanying prospectus. Information that we file later with the SEC will automatically update and supersede this information.

We incorporate by reference the documents set forth below that we previously filed with the SEC. These documents contain important information about GMAC and its finances.

<u>SEC Filings</u>	<u>Period</u>
Annual Report on Form 10-K	Year ended December 31, 2006
Quarterly Report on Form 10-Q	Quarter ended March 31, 2007
Current Reports on Form 8-K	Filed on February 16, 2007 and April 17, 2007

You may, at no cost, request a copy of any of the documents incorporated by reference in this prospectus supplement and accompanying prospectus, except exhibits to such documents, by writing or telephoning the office of L. K. Zukauckas, Controller, at the following address and telephone number:

GMAC LLC

200 Renaissance Center

Mail Code 482-B08-A36

Detroit, Michigan 48265-2000

Tel: (313) 665-4327

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Three Months Ended		Year Ended December 31,				
March 31,						
2007	2006	2006	2005	2004	2003	2002
0.94(1)	1.19	1.15	1.28	1.45	1.51(2)	1.49(2)

- (1) The ratio calculation indicates a less than one-to-one coverage for the three months ended March 31, 2007. Earnings available for fixed charges for the three months ended March 31, 2007, is inadequate to cover total fixed charges. The deficient amount for the ratio is approximately \$212 million.
- (2) Revised to reflect restatements to selected financial data for these periods, as presented in Item 6 to our Form 10-K for the period ended December 31, 2006.

The ratio of earnings to fixed charges has been computed by dividing earnings before income taxes and fixed charges by the fixed charges.

See Ratio of Earnings to Fixed Charges in the accompanying prospectus for additional information.

CONSOLIDATED CAPITALIZATION OF GMAC LLC

(In millions of U.S. Dollars)

	March 31, 2007
Short-Term Debt	\$ 42,788
Long-Term Debt	180,939
Total Debt	223,727
Preferred Interests	2,226
Equity	
Members' interest	7,745
Retained earnings	6,816
Accumulated other comprehensive income	505
Total equity and preferred interests	17,292
Total Capitalization	\$ 241,019

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Note: Commitments and contingencies of GMAC are as disclosed beginning on page 115 of the Annual Report on Form 10-K for the year ended December 31, 2006.

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The following table sets forth our selected financial data derived from our audited consolidated financial statements for the two years ended December 31, 2006 and 2005 and from our unaudited interim consolidated financial statements for the three months ended March 31, 2007 and 2006. We do not publish non-consolidated financial statements. We believe that all adjustments necessary for the fair presentation thereof have been made to the March 31, 2007 and March 31, 2006 financial data. The results for the interim period ended March 31, 2007 are not necessarily indicative of the results for the full year. The following information should be read in conjunction with the consolidated financial statements and related notes incorporated by reference in this prospectus supplement and in the accompanying prospectus. See [Incorporation of Certain Documents by Reference](#) in this prospectus supplement and the accompanying prospectus.

	March 31,		December 31,	
	2007	2006	2006	2005
(in millions of U.S. Dollars)				
Balance Sheet Data:				
Assets				
Cash and cash equivalents	\$ 9,657	\$ 17,352	\$ 15,459	\$ 15,424
Investment securities	17,516	18,269	16,791	18,207
Loans held for sale	22,086	18,171	27,718	21,865
Assets held for sale				19,030
Finance receivables and loans, net of unearned income				
Consumer	126,023	139,407	130,542	140,436
Commercial	42,727	44,770	43,904	44,574
Allowance for credit losses	(3,733)	(2,911)	(3,576)	(3,085)
Total finance receivables and loans, net	165,017	181,266	170,870	181,925
Investment in operating leases, net	25,881	32,567	24,184	31,211
Notes receivable from General Motors	2,231	4,785	1,975	4,565
Mortgage servicing rights, net	5,108	4,526	4,930	4,015
Premiums and other insurance receivables	2,116	2,116	2,016	1,873
Other assets	25,520	24,692	23,496	22,442
Total assets	\$ 275,132	\$ 303,744	\$ 287,439	\$ 320,557
Liabilities				
Debt				
Unsecured	\$ 106,729	\$ 122,135	\$ 113,500	\$ 133,560
Secured	116,998	124,287	123,485	121,138
Total debt	223,727	246,422	236,985	254,698
Interest payable	2,289	2,829	2,592	3,057
Liabilities related to assets held for sale				10,941
Unearned insurance premiums and service revenue	5,051	5,210	5,002	5,054
Reserves for insurance losses and loss adjustment expenses	2,627	2,725	2,630	2,534
Accrued expenses and other liabilities	23,083	19,760	22,659	18,224
Deferred income taxes	1,063	4,529	1,007	4,364
Total liabilities	257,840	281,475	270,875	298,872
Preferred Interests	2,226		2,195	
Equity				

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Common stock and paid-in capital		5,760		5,760
Members' interest	7,745		6,711	
Retained earnings	6,816	15,577	7,173	15,095
Accumulated other comprehensive income	505	932	485	830
	<u>15,066</u>	<u>22,269</u>	<u>14,369</u>	<u>21,685</u>
Total equity				
	<u>\$ 275,132</u>	<u>\$ 303,744</u>	<u>\$ 287,439</u>	<u>\$ 320,557</u>
Total liabilities and equity				

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	Three Months Ended		Year Ended	
	March 31,		December 31,	
	2007	2006	2006	2005
Statement of Income Data:				
Revenue				
Consumer	\$ 2,528	\$ 2,569	\$ 10,472	\$ 9,943
Commercial	723	726	3,112	2,685
Loans held for sale	479	481	1,777	1,652
Operating leases				