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## AVIS RENT A CAR LIMITED AND SUBSIDIARY COMPANIES

DIRECTORS' REPORT AND ACCOUNTS

30TH JUNE, 1986



### DIRECTORS' REPORT AND ACCOUNTS

30TH JUNE, 1986

PEAT, MARWICK, MITCHELL & CO. 1 Puddle Dock, Blackfriars, London EC4V 3PD



#### DIRECTORS' REPORT

The directors present their report and audited financial statements for the year ended 30th June, 1986.

#### PRINCIPAL ACTIVITIES

The principal activity of the company is the renting of motor vehicles.

#### BUSINESS REVIEW

The year to 30th June, 1986 produced acceptable growths in both turnover and gross profit with the upward trend in profit before taxation only being affected by the interest expense relating to the prior year dividend.

The company continues to perform well in a very competitive market and has received, for the third year in succession, all of the major travel industry awards for car rental.

#### RESULTS

The profit on ordinary activities after taxation for the year was £4,528,936 (1985:£3,686,561) which, when added to retained earnings at 30th June, 1985, results in a consolidated balance of retained earnings at 30th June, 1986 of £18,389,091.

#### DIRECTORS

The following were directors of the Company during the year:

Mr. W.A. Cathcart (Chairman)

Mr. G. Corbett

Mr. K.G. Hanna (appointed 26th September, 1986)

Mr. J. Morley

Mr. J. Sanz

Mr. W.J. Sykes

There were no directors' interests requiring disclosure under the Companies Act 1985.

#### CHARITABLE AND POLITICAL CONTRIBUTIONS

During the year, the company made no charitable or political donations.



#### DIRECTORS' REPORT

#### EMPLOYEES

The company operates an equal opportunity policy in employment and, wherever possible, will give special consideration to any disabled person who applies for employment in an existing vacancy. Where required, the company will make reasonable modifications to premises and equipment and will provide appropriate rehabilitation and training to disabled employees.

The company recognises the benefits of keeping employees informed of the progress of the business and of involving them in the company's performance. During the year employees were provided with information regarding the financial and economic factors affecting the performance of the company and on other matters of concern to them as employees. Additionally consultations took place with employee representatives so that the views of employees could be taken into account in making decisions which were likely to affect their interests.

#### AUDITORS

Owing to the change in ownership of the company, a decision has been taken to change auditors. Accordingly, a resolution to appoint Messrs. Price, Waterhouse & Co. as auditors will be proposed at the forthcoming Annual General Meeting.

By order of the board,

Secretary

### REPORT OF THE AUDITORS TO THE MEMBERS OF AVIS RENT A CAR LIMITED

We have audited the accounts on pages 4 to 16, in accordance with approved Auditing Standards.

In our opinion the accounts, which have been prepared on the basis of the accounting policies set out on pages 7 and 8, give a true and fair view of the state of affairs of the group and of the company at 30th June, 1986 and of the group's profit and source and application of funds for the year to that date and comply with the Companies Act 1985.

LONDON

10th February 1987

Chartered Accountants

Per Mark Mitchell of

## CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30TH JUNE, 1986

	Note	1986 £	<u> 1985</u>
TURNGVER Cost of sales	2	39,092,615 (26,469,846)	37,041,586 (25,133,444)
GROSS PROFIT		12,622,769	11,908,142
Distribution costs Administrative expenses Interest payable and similar charges	5	(3,195,509) (4,137,245) (291,950)	(2,328,032) (3,450,858) (87,080)
TRADING PROFIT ON ORDINARY ACTIVITIES		4,998,065	6,042,472
Foreign exchange gain/(loss) Share of associated companies' profit		12,644 1,512,731	(18,583) 1,150,916
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	3	6,523,440	7,174,505
Tax on profit on ordinary activities	6	(1,994,504)	(3,487,944)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION	,	4,528,936	3,686,561
Dividend paid		-	(9,100,000)
RETAINED PROFIT/(LOSS) FOR FINANCIAL YEAR		4,528,936	(5,413,439)
STATEMENT OF RETAINED PROFITS/RESERVES			
Retained profit/(loss) for the year		4,528,936	(5,413,439)
Retained reserves at beginning of year: As previously reported Prior year adjustment (see note 1)		10,831,491 3,028,664	16,648,074 2,625,520
As restated		13,860,155	19,273,594
Retained reserves at end of year		18,389,091	13,860,155

The notes on pages 7 to 16 form part of these accounts.

#### BALANCE SHEET AT 30TH JUNE, 1986

			oup	Compa	
	Note	1986 £	1985 £	1986	1985
FIXED ASSETS	11000	~	•	<del>2</del>	AND .
Vehicles Property & Equipment	7 8	22,026,572 1,787,298	27,303,132 1,698,587	22,026,572 1,787,298	27,303,132
Investments	9	1,282,930	1,708,616	691,309	1,698,587 691,309
		25,096,800	30,710,335	24,505,179	29,693,028
CURRENT ASSETS				<del></del>	
Debtors Cash at bank and in han	10	36,249,396	25,978,876	36,249,396	25,978,876
Cash at bank and in han	a	4,913,696	10,124,322	4,913,696	10,124,322
		41,163,092	36,103,198	41,163,092	36,103,198
Creditors: amounts falling due					
within one year	11	(40,628,625)	(29,305,473)	(40,837,520)	(29,514,368)
NET CURRENT ASSETS		534,467	6,797,725	325,572	6,588,830
TOTAL ASSETS LESS		05 (01 067	07 500 060	0/ 000 751	26 221 252
CURRENT LIABILITIES		25,631,267	37,508,060	24,830,751	36,281,858
CREDITORS: AMOUNTS					
FALLING DUE AFTER MORE THAN ONE YEAR	11	_	(17,167,141)	_	(17,167,141)
MOND INCH OND LIME			(17,107,141)		(11,101,141)
PROVISION FOR					
LIABILITIES AND CHARGES	12	(5,908,743)	(5,147,331)	(5,908,743)	(5,147,331)
NET ASSETS		19,722,524	15,193,588	18,922,008	13,967,386
		•			
CAPITAL AND RESERVES	1.3	1 250 100	1 250 100	1 250 100	3 250 100
Called up share capital Share premium account	13 14	1,250,100 83,333	1,250,100 83,333	1,250,100 83,333	1,250,100 83,333
Profit and loss account	14	18,389,091	13,860,155	17,588,575	12,633,953
		10 700 50'	15 100 500	10 000 000	12 042 044
		19,722,524	15,193,588	18,922,008	13,967,386

These accounts were approved by the Board of Directors on IOL February 1987

) Directors

the notes on pages 7 to 16 form part of these accounts.

# CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS FOR THE YEAR ENDED 30TH JUNE, 1986

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	1986 £	<u> 1985</u>
SOURCE OF FUNDS Profit on ordinary activities before taxation Adjustments for items not involving the	6,523,440	7,174,505
movement of funds:	7,816,685	6,925,300
(Surplus)/deficit on sale of tangible fixed assets Share of associated companies' profit	(471,575) (1,512,731)	582,377 (1,150,916)
FUNDS GENERATED FROM OPERATIONS	12,355,819	13,531,266
FUNDS FROM OTHER SOURCES Proceeds on disposal of vehicles, property and equipment Dividends received from associated companies	30,349,578 1,395,025	20,498,591 443,113
	31,744,603 44,100,422	20,941,704 34,472,970
APPLICATION OF FUNDS Purchases of vehicles, property and equipment Tax payments Dividend paid Decrease in long-term liabilities	32,506,839 230,119 17,167,141 49,904,099	28,251,193 4,061,612 9,100,000 3,442,289 44,855,094
INCREASE/(DECREASE) IN WORKING CAPITAL	(5,803,677)	(10,382,124)
COMPONENTS OF INCREASE/(DECREASE) IN WORKING CAPITAL Debtors Creditors falling due within one year	10,391,573 15,681,126 26,072,699	(7,984,490) (12,757,750) ( <del>20,742,240</del> )
MOVEMENT IN NET LIQUID FUNDS  Cash at bank and in hand Bank loans and overdrafts	(5,210,626) (26,665,750)	9,195,092 1,165,024
e Ie	(5,803,677)	(10,382,124)

#### NOTES TO THE ACCOUNTS

#### ACCOUNTING POLICIES 1.

#### Basis of accounting

The company prepares its financial statements on the historical cost basis of accounting.

#### Basis of consolidation

The consolidated balance sheet comprises the assets and liabilities of Avis Rent A Car Limited and its subsidiaries.

#### Associated companies

Companies in which the group has an interest comprising not less than 10% of the equity capital and in respect of which it is in a position to exercise significant influence over commercial and operating policy decisions, are treated as associated companies. The consolidated profit and loss account includes the appropriate share of these companies profits. The group's share of the post acquisition retained profits and reserves is added to the cost of the investment in the consolidated balance sheet.

The company has taken advantage of the exemption contained in the Companies Act 1985 from presenting its own profit and loss account.

#### Vehicles

Vehicles are stated at cost after deducting all trade discounts and the net purchase rebate accruing during the year. Purchase rebates which depend on the future volume of purchases are credited to income over the average depreciable lives of the vehicles and the deferred element is deducted from the cost of vehicles on the balance sheet.

Depreciation is based on estimates of future residual value and depreciation rates vary between 15% and 60% per annum.

#### Leased assets

Expenditure on operating leases is charged to the profit and loss account on the basis on which rentals accrue.

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### AVIS RENT A CAR LIMITED AND SUBSIDIARY COMPANIES

#### NOTES TO THE ACCOUNTS

#### 1. ACCOUNTING POLICIES (continued)

#### Property and computer equipment

Depreciation is calculated to write down the cost of fixed assets to their estimated residual value in equal instalments over their estimated economic lives at the following rates:

Freehold land and buildings
Leasehold property and improvements
Furniture and computer equipment

2.7% p.a. 3% - 33% p.a. 20% - 33% p.a.

#### Deferred taxation

The policy followed in accounting for deferred taxation, which in prior years was calculated under the deferral method, was changed during the year and deferred taxation is now accounted for under the liability method. The change arises as a result of the adoption of the revised SSAP 15 which became effective for accounting periods beginning on or after 1st April, 1985. The over-provision for deferred taxation, under the new policy, carried forward at 30th June, 1985 amounted to £3,028,664. In restating the results for 1985 on the basis of the new policy the charge for deferred taxation has been reduced by £403,144, being the effect of calculating timing differences arising in that year at the rate at which they will reverse rather than the rates at which they arise. The remainder of £2,625,520, relating to 1984 and earlier years, has been credited against retained profits brought forward at the beginning of the year ended 30th June, 1985.

#### Foreign currency

Profit and loss items transacted in foreign currencies are recorded in sterling at exchange rates ruling at the transaction date. Assets and liabilities denominated in foreign currencies are translated at exchange rates ruling at the balance sheet date. All exchange differences are reflected in the profit and loss account.

#### Turnover

Turnover consists primarily of invoiced amounts in respect of motor vehicle rental income, together with sales of fuel and accessories net of value added tax, discounts and commissions.

#### 2. TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	Tur	Turnover		Profit before taxation		
	1986	1986 1985		1985		
	3	£	£	£		
Short-term car and van rental	39,092,615	37,041,586	6,523,440	7,174,505		

#### NOTES TO THE ACCOUNTS

	CHARGING/(CREDITING):	1006	1005
		1986 £	1985 £
	Staff costs (see note 4)	7,436,244	6,344,783
	Depreciation on vehicles	7,015,935	6,339,403
	Depreciation on property and equipment	800,750	585,897
	(Surplus)/deficit on sale of vehicles,		· ·
	property and equipment	(471,575)	
	Other operating income	(953,327)	
	Auditors' remuneration	32,000	33,178
	Operating lease rentals in respect of		
	hire of vehicles	1,312,963	1,926,982
	DIRECTORS AND EMPLOYEES		
*	The average number of persons (including directo	rs) employed b	by the compan
	during the year was:		
	•	<u> 1986</u>	<u>1985</u>
		489	445
	Operations	52	49
	Sales Administration and finance	148	134
	Administration and lineauce		
		689	628
	Staff costs:	-004	*005
		<u>1986</u> £	<u>1985</u> £
	Wages and salaries	6,656,465	5,695,993
	Social security costs	654,756	578,983
	Other pension costs	81,412	60,721
	Severance pay	43,611	9,086
		7,436,244	6,344,783
	The remuneration paid to directors was:	£	£
		T.	٨.
	Remuneration as executives	62,240	53,282
	Fees and other emoluments disclosed above		
	(excluding pension contributions) include amounts paid to:	£	2
	Chairman	62,240	53,282
	villant medd director	67 76()	11.282

Highest paid director

#### NOTES TO THE ACCOUNTS

#### 4. DIRECTORS AND EMPLOYEES (continued)

The number of other directors who received fees and other emoluments (excluding pension contributions) in the following ranges was:

		1986	1985
	£0 - £ 5,000	4	4
	The number of employees whose emoluments, excluding pension contributions, fell within the following ranges was:		
	£30,001 - £35,000 £35,001 - £40,000	- 1	1 -
5.	INTEREST PAYABLE	1986 £	1985 £
	Interest charged: On bank loans and overdrafts repayable within 5 years Applicable to vehicle financing Other	40,929 3,040,868 -	27,963 2,746,692 6,824
	Interest received: From related companies From bank deposits Other	3,081,797 (2,117,584) (672,263) - 291,950	(2,198,044) (495,574) (781)
6.	TAX ON PROFIT ON ORDINARY ACTIVITIES	1986 \	1985
	U.K. corporation tax at 38.75% (1985:43.75%): Current Deferred Adjustment in respect of prior years Current Deferred	1986 £ 3,713,816 (1,822,654) (550,630) 110,580	638,677 1,682,826 61,555
	Tax on profits of associated company	1,451,112 543,392 1,994,504	

#### NOTES TO THE ACCOUNTS

7.	VEHICLES				Group and Company £
	Cost: At 1st July, 1985 Additions Disposals			3	29,538,712 31,617,378 38,260,338)
	At 30th June, 1986			<del>1</del>	22,895,752
	Accumulated depreciation: At 1st July, 1985 Charge for the year Eliminated in respect of di	sposals			(2,235,580) (7,015,935) 8,382,335
	At 30th June, 1986			;	(869,180)
	Net book value: At 30th June, 1986			•	22,026,572
	At 30th June, 1985				27,303,132
8.	PROPERTY AND EQUIPMENT				
	Group and company:	Freehold land and buildings	Furniture and computer equipment	Leasehold property an improvement	
	Cost: At 1st July, 1985 Additions Disposals	54,935 - -	2,220,653 622,359 (121,418)	1,424,322 267,102 (51,795)	3,699,910 889,461 (173,213)
	At 30th June, 1986	54,935	2,721,594	1,639,629	4,416,158
	Depreciation: At 1st July, 1985 Charge for the year	(22,170) (1,497)	(951,559) (647,921)	(1,027,594) (151,332)	(2,001,323) (800,750)
	Eliminated in respect of disposals		121,418	51,795	173,213
	At 30th June, 1986	(23,667)	(1,478,062)	(1,127,131)	(2,628,860)
	Net book value: At 30th June, 1986	31,268	1,243,532	512,498	1,787,298
	At 30th June, 1985	32,765	1,269,094	396,728	1,698,587

#### NOTES TO THE ACCOUNTS

	Group £	Company
Shares at cost Associated companies: At 1st July, 1985 and 30th June, 1986	491,309	491,309
Subsidiary companies: At 1st July, 1985 and 30th June, 1986	-	200,000
Share of profits of associated companies from date of acquisition less dividends received:		

INVESTMENTS

Share of profits of associated companies from date of acquisition less dividends received: At 1st July, 1985 Current year	1,217,307 (425,686)	<del>-</del>
At 30th June, 1986	791,621	
Summary At 30th June, 1986	1,282,930	691,309
At 30th June, 1985	1,708,616	691,309

The company holds more than 10% of the equity of the following companies:

			Proportion	held at
	Country of		30th June,	30th June,
Name	incorporation	<b>Holding</b>	1986	1985
Hame		<u> </u>		
Avis Car Leasing				= a a t
Limited	UK	Ordinary shares		50%
Sogen Avis S.A.	France	Ordinary shares	123%	12½%
Avis Truck Leasing			•	
Limited (non				
trading)	UK	Ordinary shares	100%	100%
Barcelsure Limited				
(non trading)	UK	Ordinary shares	100%	100%
Victor Britain			1 -	
Limited (non				
trading)	UK	Ordinary shares	100%	100%
Avis Pension Trustee	es			
Limited	UK	Ordinary shares	100%	100%
Avis Financial				
Services Limited			'n	
(non trading)	UK	Ordinary shares	100%	_
Equity Investments		•		
Services Limited				
	UK	Ordinary shares	100%	<u>~</u>
(non trading)	OK.	<u> </u>		

#### NOTES TO THE ACCOUNTS

10. <u>DEB</u>	TORS (			Group and	Company 1985
T A	unts falling due within rade debtors mounts owed by group com repayments and accrued i	panies		9,580,131 25,390,387 1,278,878	10,909,866 13,547,558 1,521,452
				36,249,396	25,978,876
11. <u>CRI</u>	EDITORS	1986 F	1985 £	1986 £	1985 £
7	ounts falling due within one year:	~	-		
	Trade creditors	28,250,365 1,019,283	1,584,615 4,919,420	28,250,365 1,019,283	1,584,615 4,919,420
	Amounts owed to group companies Other creditors	3,411,570	4,063,501	3,620,465	4,272,396
	including tax and social security	1,659,363	1,068,190	1,659,363	1,068,190
	Accruals and deferred income Current portion of	6,288,044	4,978,875	6,283,044	4,978,875
	lease debt	_	12,690,872	- 	$12,690,872$ $\overline{29,514,368}$
		40,628,625	29,305,473	40,837,520	29,314,300
Ot	her creditors including tax and social security:	338,528	_	338,528	•
	Corporation tax Other taxes Social security	860,407 460,428	755,938 312,252	860,407 460,428	755,938 312,252
	•	1,659,363	1,068,190	1,659,363	1,068,190
٨١	nounts falling due after more than one year:				
	Non current portion of lease debt		17,167,141		17,167,141

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#### NOTES TO THE ACCOUNTS

#### 12. PROVISION FOR LIABILITIES AND CHARGES

13.

Deferred taxation:	Group and	Company 1985 £
Tax effect of timing differences arising from: Excess of tax allowances		
over depreciation Other	6,692,600 48,986	(574,838)
Recoverable Advance Corporation Tax	5,908,743	$(3,306,329)$ $\overline{5,147,331}$
and the second s		allows *
The movements on the provision for deferred taxation	on are as ro	TTOM8:
·		Group and Company
Provision at 1st July, 1985 Tax effect of prior year adjustment		8,175,995 (3,028,664)
		5,147,331
Transfer from profit and loss account: Current year Prior year		(1,822,654) 110,580 2,473,486
Recoverable Advance Corporation Tax		
Provision at 30th June, 1986		5,908,743
CALLED UP SHARE CAPITAL		
	1986 £	<u>1985</u> £
Authorised 1,250,100 ordinary shares of £l each	1,250,100	1,250,100
All the defend and fully paid		
Allotted, issued and fully paid 1,250,100 ordinary shares of £1 each	1,250,100	1,250,100

#### NOTES TO THE ACCOUNTS

#### 14. SHARE PREMIUM ACCOUNT AND RESERVES

•	Group and company Share premium	Group Profit and loss account	Company Profit and loss account
At 1st July, 1985 as previously stated Prior year adjustment	83,333	10,831,491 3,028,664	9,605,289 3,028,664
At 1st July, 1985 restated Retained profit for year	83,333	13,860,155 4,528,936	12,633,953 4,954,622
At June 30th, 1986	83,333	18,389,091	17,588,575
Retained by the holding company Retained by the subsidiaries Retained by the associated companies		17,588,575 8,895 791,621	
		18,389,091	

#### 15. PENSION COMMITMENTS

The company has a pension fund, membership of which is optional for employees employed prior to 1st January, 1974 and compulsory for those employed thereafter.

An actuarial valuation of the fund by the Wyatt Company on 1st July, 1985 indicated that:

- (1) the assets of the fund would have been more than sufficient to provide in full the accrued benefits based on service to and salaries at the valuation date, and
- (2) the recommended employer's contribution rate would be sufficient to meet the emerging liabilities of the fund as they fall due.

#### NOTES TO THE ACCOUNTS

16.	CAPITAL COMMITMENTS	1986	1985
	a test assessed for	<b>ž</b> ,	<b>4</b> .
	Capital expenditure contracted for		
	but not provided for in the financial statements	58,513	239,000
	Capital expenditure authorised by		
	the directors but not yet	_	
	contracted for	_	

In addition the company has placed purchase orders for 937 vehicles at an approximate cost of £5,643,185 (1985:262 vehicles, £1,950,000).

The company has commitments under operating leases to make payments totalling £1,093,311 in the year to 30th June, 1987 (1986:£535,354) as follows:

	1987 £	£
Expiring: Within one year	1,093,311	535,354
Within one year		

#### 17. ULTIMATE HOLDING COMPANY

li F At 30th June, 1986, the ultimate holding company was B.C.I. Holdings Inc., incorporated in the United States of America. However, on 12th July, 1986, Avis Rent A Car Limited was sold to Wesray Rent A Car Inc., incorporated in New York, USA. Avis Europe plc subsequently became the ultimate holding company following its floatation by Wesray Rent A Car Inc.