1982

TIGER INTERNATIONAL ANNUAL REPORT

TIGER INTERNATIONAL, INC.
1982 ANNUAL REPORT

FINANCIAL HIGHLIGHTS

In the interest of providing stockholders comprehensive information on the Company's operations and results, this Annual Report includes the Company's Annual Report on Form 10-K (without Exhibits), as filed with the Securities and Exchange Commission. Copies of the Exhibits are available upon request to the Director of Corporate Communications Tiger International 1888 Century Park East Los Angeles, California 90067.

For the year ended December 31, (Amounts in thousands, except per share data)	1982	1981
Revenues	$1,446,008	$1,545,086
Loss from continuing operations	$ (98,348)	$ (2,949)
Loss from discontinued operations	(37,875)	(13,664)
Net loss	$ (136,223)	$ (16,613)
Loss per share		
Continuing operations	(5.81)	(.18)
Discontinued operations	$ (2.23)	$ (.80)
Total	$ (8.04)	$ (.98)
Assets	$2,460,619	$2,702,397
Stockholders' Equity	$ 283,166	$ 419,389
Book Value Per Common Share	$ 16.72	$ 24.76
Cash Dividends Paid Per Common Share	$ —	$ .88

TO OUR STOCKHOLDERS

Tiger International, along with the transportation industry in general, continues to be adversely affected by the poor business climate. Not only did we suffer heavy losses in 1982, but we had to take severe measures to conserve cash until our operating companies experience an upturn in business.

Specifically, we have asked our lenders to accept a moratorium on principal and interest payments, pending a restructuring of certain of the debt of the various operating units. We continue to meet all payments on public debt and to pay all trade debts on schedule.

We have cut costs throughout the company by reducing staff, freezing and, in some instances, cutting salary levels and through general operating efficiencies.

We have raised cash through sales of excess assets and will continue to do so until we are once again in a healthy cash position. Recently, we sold four DC-8-73s to United Parcel Service for approximately $80 million generating $30 million in cash. This year, North American Car sold its Chemical and Terminal divisions for approximately $11 million.

In addition, we made a determination to sell the various operating units of TigerAir. As a result, TigerAir is being accounted for as a discontinued operation.

Let us now discuss each of our operating units, their current problems and their prospects for recovery as the economy turns around.

Flying Tigers has been particularly hard hit by the effects of deregulation, high interest rates, high fuel costs and the recession. Flying Tigers' major difficulties are in its North Atlantic and domestic markets where the company is unprofitable. We have gained market share on the North Atlantic since acquiring Seaboard World Airlines and that business continues to grow satisfactorily. However, rates are still too low for profitable operations and are held at these low levels due to overcapacity owing to the worldwide recession. When business conditions improve, yields on the Atlantic should improve, and this is very important to our future.

A different situation prevails in Flying Tigers' domestic market. Air freight deregulation, which occurred in 1978, spawned many new competitors for Flying Tigers, some who were former large customers. We have met this competitive challenge with a guaranteed door-to-door delivery program, expanding our service to many cities and giving customers new service options.

The door-to-door program has grown successfully and the traffic generated by it has recently surpassed the break-even level. This service, together with the vital airport-to-airport service we provide our forwarder customers, will play a significant role in Flying Tigers' return to profitability. Another important factor is the continued reduction in fuel prices. Each penny per gallon reduction in fuel saves the company $3 million per year.

Flying Tigers also made progress in 1982. Our revenues in Asia hit record highs and continue strong. Asia also continues to be very profitable. We inaugurated scheduled service to South America and are making excellent progress in that market.

At North American Car, we are experiencing the effects of weak industrial activity, high interest rates and poor grain movements exacerbated by the political decision to embargo sales to the Communist bloc. North American's off-lease rate for railcars has fallen to levels not seen since 1938, the height of the depression.

Except in the agricultural market, which continues to be severely depressed, the factors working against us have diminished and we expect to see more cars on lease in 1983. We anticipate improvement in the market price of used railcars which will aid our cash position.

The prospects in the trucking industry will also improve with the economy. Warren Transport continues to be profitable in spite of a severely depressed agricultural machinery market.

Hall's Motor Transit, a large regional less-than-truckload (LTL) carrier, has been reorganized to respond to the competitive conditions created by the Motor Carrier Deregulation Act of 1980. At Hall's, aggressive cost control and improved operational efficiencies have reduced break-even revenue levels by 20 percent. A number of large LTL carriers in Hall's territory and elsewhere have failed, leaving a marketplace where vigorous, well directed survivors can make excellent profits.

Completing its first full year of operation, Tiger Distribution Services successfully provided multimodal transportation services to its customers. In addition, its subsidiary, Tiger InterModal, continued to expand its business base providing intermodal services to shippers throughout the world.

What of the future? We believe that while our problems are certainly not behind us, we are at the nadir and see improvement ahead. Business indicators point toward a strong recovery in the economy. The reduction in interest rates is a significant factor for all of our operating units, affecting both the company and our customers whose expanding business will help our recovery.

Negotiations with our lenders are going well. With their continued cooperation and an improved economy, we are confident that we shall return to profitability.

The recent working environment for the Tiger men and women has been very demanding. Our people have demonstrated that special kind of fighting spirit necessary to combat the severe problems facing the company. They are working extremely hard to rebuild a profitable enterprise, and we will succeed.

Wayne M. Hoffman

Wayne M. Hoffman
Chairman of the Board and
Chief Executive Officer

Thomas F. Grojean

Thomas F. Grojean
President

Flying Tigers is the world's largest air cargo carrier providing scheduled air cargo service throughout North and South America, Asia and Europe, and charter service worldwide.

Flying Tigers' domestic door-to-door program, launched in 1982, features a guarantee for on-time delivery to any city in the continental United States. This new program has grown successfully in spite of the economic recession. Shipment count and pounds continue to increase dramatically.

On the Pacific, Flying Tigers continues strong and profitable. Over capacity and price cutting on the Atlantic continue to impede the company's profitability in that marketplace. However, the company anticipates a stabilization of rates in 1983 as capacity is absorbed and the U.S.– European economy improves. Flying Tigers has increased the number of flights across the Atlantic to provide broader coverage for its European customers.

In 1982, the company expanded its international service to include South America, serving Brazil and, recently, Argentina.

Flying Tigers recently sold four DC-8-73 jetfreighters. This year the company acquired four additional B-747 jetfreighters in exchange for three passenger B-747s, which strengthened the composition of the air cargo carrier's fleet. As the economy turns around, Flying Tigers' aircraft fleet is ideally positioned to meet the growing transportation needs of the world's shippers.

North American Car is a railcar leasing and services company that operates in the United States, Europe, Mexico and Canada. North American's fleet of approximately 63,000 railcars includes tanks, hoppers and its proprietary Pressure Differential (PD®) cars which are manufactured by North American. The PD cars carry dry, flowable commodities such as flour, cement and chemicals.

North American offers its customers a wide variety of railcar services, including repair and maintenance which is handled at its repair shops located across the country.

Through its SEEK Systems, Inc., founded last year, North American offers its customers a broad range of transportation information services used for routing, mileage analysis and improved fleet utilization. SEEK Systems has grown successfully during its first year of operation, moving from sixth to second place in the railcar tracking business.

North American's RoadRailers®, which began commercial operation in September 1981, are now being operated between New York City and Buffalo by the Empire State Xpress, a new transportation service developed by the company. The RoadRailer is a unique bimodal vehicle that operates as a truck trailer on highways and as a railcar on tracks. The RoadRailer is attractive to shippers because of its quick transfer between rail and highway modes and its lower fuel consumption.

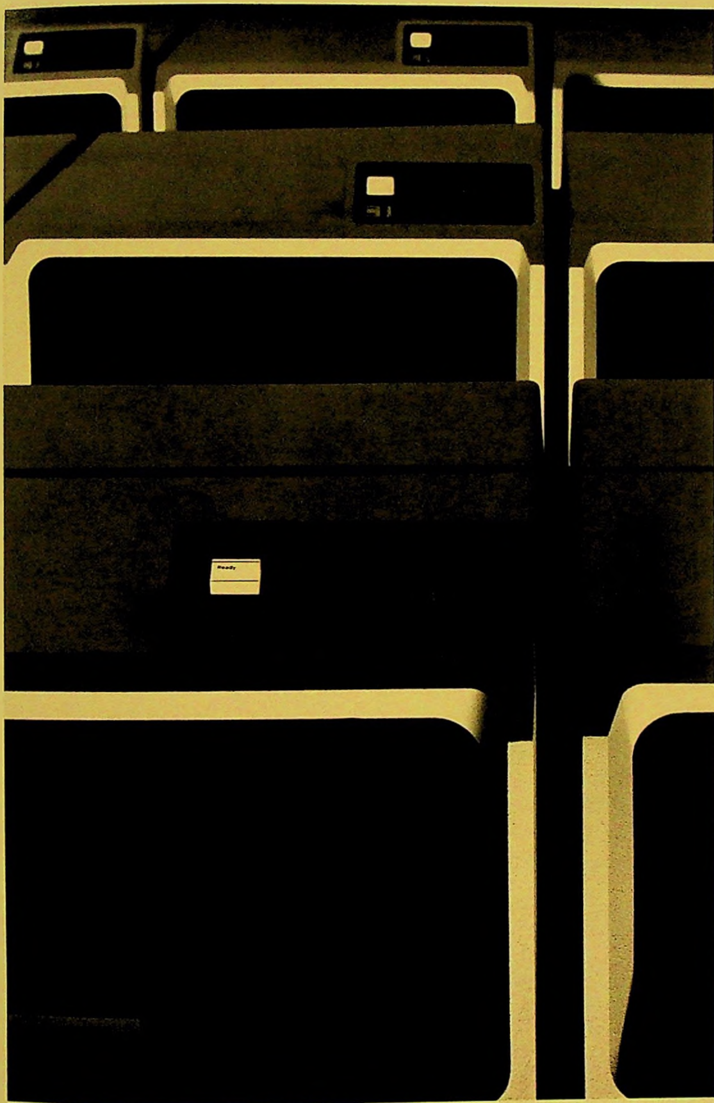
Tiger International's trucking operations include Hall's Motor Transit, based in Mechanicsburg, Pennsylvania, and Warren Transport, headquartered in Waterloo, Iowa.

Hall's is a general freight carrier specializing in less-than-truckload (LTL) service. Through its extensive terminal network, Hall's serves customers in Canada and 23 states, stretching from New England and the middle Atlantic states west beyond the Mississippi River and south to Texas.

During 1982, Hall's strengthened its position as an LTL specialist instituting several new services for its customers. These new services include specific price programs, next day delivery in major markets and contract carrier service. Due to its innovative marketing programs and cost reductions, Hall's is well positioned for an improvement in the economy.

Warren Transport is a specialized truckload carrier of heavy machinery and durable goods which require special equipment or handling. In addition, Warren is the nation's leading carrier of farm equipment. Warren owns approximately 1300 trailer units and has contracts with 500 independent owner-operators.

Warren remains a strong and profitable carrier. Throughout the past year, the company successfully expanded its customer base. Its truckload van division penetrated the general commodities market serving points between the United States, Canada and Mexico. Warren works with other Tiger companies to move intermodal traffic in the international marketplace.



Tiger Distribution Services, formed in November 1981, completed its first full year of operation. Tiger Distribution provides multimodal transportation services for the shipping community. The company combines the capabilities of Tiger International companies to create distribution services tailored to the needs of shippers.

During 1982, the company completed distribution studies for major corporations which demonstrated substantial cost saving alternatives to existing transportation systems. In addition, Tiger Distribution worked with Tiger companies to develop new intermodal products. One of these new products is a premium service utilizing truck, rail and ocean capabilities for shipments moving in either the domestic or international market.

Tiger InterModal, a Tiger Distribution subsidiary, continued to expand its business during the past year. Tiger InterModal provides intermodal ocean, air, road and rail services to customers throughout the world.

Recently, Tiger InterModal launched its NVOCC (non-vessel operating common carrier) division, offering cost effective ocean services to international shippers. In addition, Tiger InterModal provides shippers with warehousing and consolidation services, complete export/import documentation support and insurance.

FIVE-YEAR FINANCIAL SUMMARY

(Amounts in thousands, except per share and ratio data)	1982	1981	1980	1979	1978
Revenues from Continuing Operations					
Air Cargo	$ 924,933	$ 924,702	$ 713,123	$ 465,152	$ 413,187
Railcar Services	254,535	308,385	308,657	256,642	199,621
Trucking	259,615	286,567	187,049	—	—
Other	6,925	25,432	57,099	37,193	28,388
Total	$1,446,008	$1,545,086	$1,265,928	$ 758,987	$ 641,196

Income (Loss) from Continuing Operations Before Income Taxes	$ (157,448)	$ (6,049)	$ 66,864	$ 51,121	$ 65,596
Income Tax Provision (Benefit)	(59,100)	(3,100)	20,000	14,082	21,710
Income (Loss) from Continuing Operations	(98,348)	(2,949)	46,864	37,039	43,886
Income (Loss) from Discontinued Operations	(37,875)	(13,664)	(4,489)	6,588	6,133
Net Income (Loss)	$ (136,223)	$ (16,613)	$ 42,375	$ 43,627	$ 50,019

Per Share Data					
Earnings (Loss) per Share					
Continuing Operations	$ (5.81)	$ (.18)	$ 2.96	$ 2.57	$ 3.23
Discontinued Operations	$ (2.23)	$ (.80)	$ (.28)	$ .46	$ .45
Total	$ (8.04)	$ (.98)	$ 2.68	$ 3.03	$ 3.68
Book Value per Share	$ 16.72	$ 24.76	$ 26.45	$ 25.12	$ 22.86
Cash Dividends Paid per Share	$ —	$ .88	$ .80	$ .80	$ .60
Shares Used for Computation (000)	16,936	17,000	15,810	14,405	13,598

Other Data					
Funds from Operations	$ 105,253	$ 337,650	$ 301,196	$ 225,136	$ 225,997
Long-term Debt to Equity Ratio	5.75	4.05	3.70	3.20	2.91
Fixed Charge Coverage Ratio	.10	.86	1.36	1.57	1.81
Stockholders' Equity	$ 283,166	$ 419,389	$ 446,279	$ 357,846	$ 325,301
Total Assets	$2,460,619	$2,702,397	$2,758,425	$1,940,601	$1,616,655
Number of Employees	13,200	13,952	14,769	8,684	7,162

FIVE-YEAR SUMMARY OF OPERATING STATISTICS

	1982	1981	1980	1979	1978
Air Cargo					
Scheduled Cargo Service					
Domestic revenue ton miles (000)	690,310	846,667	881,895	776,459	752,027
Pacific revenue ton miles (000)	585,504	502,922	500,001	445,750	485,313
Atlantic revenue ton miles (000)	433,559	340,358	89,512	—	—
Latin America revenue ton miles (000)	5,471	—	—	—	—
Sources of Operating Revenues (percent)					
Scheduled cargo operations	72.0	71.3	73.1	80.1	84.2
Military Airlift Command	12.7	12.7	12.1	9.9	8.6
Charter	10.3	11.3	11.3	8.5	5.4
Other	5.0	4.7	3.5	1.5	1.8
Fuel Cost per Gallon ($)	1.09	1.13	.99	.58	.41
Railcar Services					
Number of Railcars in Owned and Managed Fleet	63,000	63,000	59,000	52,000	48,000
On-lease Rate (Percentage average for year)	84	94	99	99	99
Trucking					
Hall's Motor Transit[a]					
Tonnage (000)					
Truckload	1,084	1,697	1,707	2,294	2,419
Less-than-Truckload	776	923	695	705	721
Total tonnage	1,860	2,620	2,402	2,999	3,140
Operating Ratio (percent)	104.1	100.7	96.9	95.7	94.4
Number of Terminals Operated	75	80	58	56	58
Warren Transport[b]					
Ton-Miles (000)	463,307	525,022	484,800	454,714	435,212
Intercity miles (000)	35,067	42,452	42,071	38,400	36,085
Operating Ratio (percent)	94.2	92.0	91.3	90.7	90.1
Number Trailers Owned	1,315	1,281	1,128	1,107	1,014

[a] The operating statistics for Hall's include the results of Dohrn Transfer Company as of January 1981. Hall's was acquired by Tiger International in January 1980.

[b] Warren Transport was acquired in June 1981.

DIRECTORS

Wayne M. Hoffman
Chairman of the Board and
Chief Executive Officer
Tiger International

J. Howard Edgerton
Chairman of the Board-
Emeritus
California Federal Savings
& Loan Association

The Honorable
Gerald R. Ford
Former President of
the United States

Thomas F. Grojean
President
Tiger International
and Flying Tigers

Charles Luckman
Founder
The Luckman Partnership,
inc. (Architects)

Charles T. Manatt
Manatt, Phelps,
Rothenberg & Tunney
(Attorneys)

William E. McKenna
General Partner
McKenna Equities
(Private Investment
Company)

Gordon M. Metcalf
Retired Chairman and
Chief Executive Officer
Sears, Roebuck
& Company

B. Houston Rehrig
President
Rehrig International
(Plastic Molders)

EXECUTIVES

Wayne M. Hoffman
Chairman of the Board and
Chief Executive Officer
Tiger International

Thomas F. Grojean
President
Tiger International
and Flying Tigers

Martin A. Lynch
Senior Vice President-
Finance
Tiger International

David L. Auchterlonie
Vice President-Controller
Tiger International

Rolf Bodenburg
Vice President-Taxes
Tiger International

Robert J. Harter, Jr.
Vice President-Administration,
General Counsel
and Secretary
Tiger International

Denis P. Kalscheur
Vice President-Treasurer
Tiger International

Jack Reiter
Vice President-
Government Relations
Tiger International

James H. Ozanne
President
North American Car

John E. Flynn
Executive Vice President
Flying Tigers

Gerald N. Hall
President and Chief
Executive Officer
Hall's Motor Transit

Buddy G. Cummings
Executive Vice President
and Chief Operating Officer
Hall's Motor Transit

Robert J. Molinaro
President and Chief
Executive Officer
Warren Transport

Thomas B. Liesy
President
Tiger Distribution Services

Securities and Exchange Commission
Washington, D.C. 20549

Form 10-K
Annual Report Pursuant to Section 13 of
The Securities Exchange Act of 1934
For the fiscal year ended December 31, 1982

Commission file number:	**1-6457**
(Exact name of registrant as specified in its charter)	**TIGER INTERNATIONAL, INC.**
(State or other jurisdiction of incorporation or organization)	**Delaware**
(I.R.S. Employer Identification No.)	**95-2623176**
(Address of principal executive offices)	**1888 Century Park East, Los Angeles, California**
(Zip Code)	**90067**
Registrant's telephone number, including area code:	**(213) 552-6300**
Securities registered pursuant to Section 12(b) of the Act and listed on the New York Stock Exchange:	**Common Stock, $1 Par Value***
*Also listed on the Midwest and Pacific Stock Exchanges	**8⅝% Convertible Subordinated Debentures Due 2005**
	11½% Sinking Fund Debentures Due 1995
Securities registered pursuant to Section 12(g) of the Act:	**None**
Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 of the Securities Exchange Act of 1934 during the preceding 12 months and (2) has been subject to such filing requirements for the past 90 days.	**Yes √ No**
State the aggregate market value of the voting stock held by non-affiliates of the registrant:	**$106,931,996 as of March 1, 1983 based upon the closing quotation for that date.**
Indicate the number of shares outstanding of each of the registrant's classes of common stock, as of March 1, 1983:	**17,034,658 Shares of Common Stock, $1 Par Value**
Documents Incorporated by Reference	**Information called for by Part III is incorporated by reference from registrant's definitive proxy statement for registrant's 1983 annual meeting of stockholders, which meeting will involve the election of directors. Said proxy statement will be filed with the Securities and Exchange Commission prior to April 30, 1983, pursuant to Regulation 14A.**

ANNUAL REPORT ON FORM 10-K

Tiger International, Inc.
December 31, 1982

* Certain Portions Incorporated by Reference from Registrant's Definitive Proxy Statement for Registrant's 1983 Annual Meeting of Stockholders.

** Incorporated by Reference from Registrant's Definitive Proxy Statement for Registrant's 1983 Annual Meeting of Stockholders.

ITEM 1. BUSINESS.

Tiger International, Inc. ("Tiger") is engaged, through its subsidiaries, in air cargo, railcar services, trucking and aviation services.

Tiger was incorporated in Delaware in 1969 and is a successor to a corporation organized in 1945. Its principal offices are located at 1888 Century Park East, Los Angeles, California 90067 and its telephone number is (213) 552-6300.

Financial Restructuring

On February 14, 1983, Tiger advised representatives of its bank and institutional lenders that it would be seeking their agreement to the rescheduling of certain of the debt of certain of its significant subsidiaries. Discussions with major lenders concerning specific rescheduling proposals are being conducted with respect to The Flying Tiger Line Inc. ("Flying Tigers"), North American Car Corporation ("North American") and TigerAir, Inc. ("TigerAir"). During these negotiations, Tiger intends to defer payments on certain bank and institutional debt as a cash conservation measure. However, Tiger does not intend to defer payments on public debt and suppliers will continue to be paid on a current basis. Information concerning Tigers' financial resources is included in Part II under the caption "Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations.".

Revenue and Operating Results

Information regarding Tiger's revenues, operating results and identifiable assets by business segment and geographic area is included in Part II under the caption "Item 8. Financial Statements and Supplementary Data.".

Air Cargo

Flying Tigers is a certificated air carrier primarily engaged in the scheduled common carriage of cargo over a route system serving cities in the United States, Asia, Europe and South America. Flying Tigers is the largest air cargo carrier in the free world as measured by cargo revenue ton miles carried in 1982.

Scheduled Operations

As of March 1, 1983, Flying Tigers provided scheduled air service for both cargo and mail directly to 17 U.S. cities and San Juan, Puerto Rico. Service is provided to nine U.S. cities through other carriers on a sub-contract basis.

As of March 10, 1983, Flying Tigers provided international scheduled air service for both cargo and mail directly between points served in the United States and points in Japan, the Republic of Korea, Hong Kong, the Republic of China (Taiwan), the Philippines, Malaysia, Singapore, the Federal Republic of Germany, the United Kingdom, the Republic of Ireland, France, Switzerland, Italy, Iceland, Belgium, Brazil and Argentina.

Charters

Commercial. Flying Tigers provides both cargo and passenger charters within the United States and throughout the world. Total charter operations generated revenues of $93,154,000 in 1982, $98,981,000 in 1981 and $80,164,000 in 1980, of which passenger charter operations were $39,997,000 in 1982, $35,087,000 in 1981 and $25,326,000 in 1980. In 1983, FTL disposed of its Boeing 747 passenger aircraft, and its passenger charter operations will continue on a limited basis in 1983 with leased equipment.

Military. Military Airlift Command ("MAC") contracts for both passenger and cargo service are awarded annually on the basis of an airline's participation in the Civilian Reserve Air Fleet ("CRAF"). All of Flying Tigers' aircraft are committed to CRAF. Revenues from MAC charters were $114,984,000 in 1982, $112,045,000 in 1981 and $86,035,000 in 1980. Flying Tigers was awarded a new MAC contract for the twelve months from October 1, 1982 to September 30, 1983, the fixed portion of which is in the amount of $64,449,000, subject to expansion. MAC contracts contain standard provisions which make them subject to renegotiation and termination for convenience by the U.S. Government.

Aircraft Operating Fleet

As of March 1, 1983, Flying Tigers' operating fleet consisted of 11 DC-8-63 aircraft, five DC-8-61 aircraft, seven Boeing 747-100F aircraft and ten Boeing 747-200F aircraft. Substantially all of Flying Tigers' operating fleet is encumbered by equipment trust certificates, capital lease or similar obligations. In 1982, Flying Tigers sold its interests in three DC-8-73 aircraft and related equipment for approximately $55,500,000. In 1983, Flying Tigers sold its interest in one DC-8-73 aircraft and related equipment for approximately $21,600,000, and exchanged three Boeing 747-200 passenger aircraft airframes and related equipment for four Boeing 747-100 freighter aircraft airframes, four engines and related equipment.

Fuel

The availability of fuel is critical to Flying Tigers' operations. Aviation jet fuel prices and supplies are not controlled and suppliers of aviation fuel have, in previous years, allocated the available fuel. In 1982, Flying Tigers was able to obtain adequate fuel supplies to meet its commitments. The average price per gallon of fuel paid by Flying Tigers decreased from $1.13 in December, 1981 to $1.05 in December, 1982.

Revenues and Revenue Ton Miles

The following table presents a percentage breakdown of Flying Tigers' sources of revenue for each of the past three years. Flying Tigers' revenues are seasonal, with more cargo carried in the third and fourth quarters of each year.

	Year Ended December 31 1982	1981	1980
Sources of Operating Revenue (percent)			
Scheduled cargo operations	72.0%	71.3%	73.1%
Military Airlift Command	12.7	12.7	12.1
Charter	10.3	11.3	11.3
Other	5.0	4.7	3.5
	100.0%	100.0%	100.0%

The following table presents certain statistics relating to Flying Tigers' scheduled and nonscheduled cargo operations for each of the past three years. The load factors in the table are based on weight. On a volume basis such load factors would be higher since capacity tends to be limited more by volume than by weight.

	Year Ended December 31 1982	1981	1980
Scheduled Cargo			
Revenue ton miles (thousands)			
Freight	1,604,964	1,603,217	1,405,117
Mail & Other	85,224	86,730	66,291
Load Factor (percent)	69.6	70.0	70.3
Revenue per ton mile (cents)	38.6	37.1	35.2
Nonscheduled Cargo			
Revenue ton miles (thousands)			
Military Airlift Command	232,210	236,681	189,724
Charter	238,398	272,276	217,419

Customers

Approximately 15% of Flying Tigers' business in 1980, 16% in 1981 and 17% in 1982 was performed for two agencies of the United States Government: the Military Airlift Command and the U.S. Postal Service. MAC charter rates are determined by negotiation between the individual carrier and MAC. International and domestic service mail rates are established by the Civil Aeronautics Board ("CAB") through a procedure whereby those rates are revised on a quarterly basis to reflect cost changes.

Flying Tigers' domestic and international cargo customers are freight forwarders, direct shippers and cargo agents. During 1982, Flying Tigers lost a significant amount of freight forwarding business as customers arranged to utilize aircraft directly in their operations.

In early 1982, Flying Tigers introduced door-to-door service directly to retail customers, with guaranteed on-time delivery to any city in the continental United States. This was done in an effort to attract business which does not rely on freight forwarders or cargo agents.

Regulation of Air Transport Industry

Flying Tigers is subject to the Federal Aviation Act under which the CAB, the Federal Aviation Administration ("FAA") and, in certain cases, the President of the United States, exercise jurisdiction over various phases of its business. Generally, air cargo carriers are permitted to provide air cargo service between any points in the United States, Puerto Rico and the Virgin Islands and to price such service at any level or in any manner so long as such prices are not unduly discriminatory, prejudicial, preferential or predatory. Although the domestic portion of Flying Tigers' business has been substantially deregulated, the CAB regulates international routes, fares, rates and practices and is authorized to investigate and take action against discriminatory treatment of American air carriers abroad. The CAB's jurisdiction also extends to several aspects of Flying Tigers' business, including its accounts and records, certain mergers and acquisitions of control, consolidations, interlocking relations, competitive practices and cooperative agreements. The FAA is concerned with the regulation of flying operations, including matters dealing with safety, aircraft, personnel and ground facilities.

International Route Authorizations and Rates

Flying Tigers serves its Transpacific routes pursuant to a temporary Certificate of Public Convenience and Necessity which remains effective until October, 1984, its Transatlantic routes pursuant to a permanent Certificate of Public Convenience and Necessity and its South American route through temporary exemption authority from the CAB. Flying Tigers' authorization to operate its international routes and to serve foreign points is further dependent upon the permission of foreign authorities. Often, Flying Tigers' rights stem from bilateral agreements between the United States and a foreign government.

Flying Tigers is a member of the International Air Transport Association ("IATA"), as are most major U.S. and foreign international air carriers. Rates for services over international routes are usually established by member agreement at periodic IATA Traffic Conferences. Such agreements are subject to the approval of the CAB (and when so approved may be exempted from the antitrust laws of the United States) and generally, of the foreign governments having jurisdiction over the points served.

Flying Tigers was able to effect rate increases in all markets in 1982. However, these increases did not keep pace with increased costs. Under tariff rules, the cargo rates charged by carriers are expressed in each country's own currency and have not generally been adjusted for foreign currency exchange rate fluctuations.

Environmental Regulations

To comply with a regulation issued by the FAA under the Noise Control Act of 1972 (the "FAA Noise Rule") Flying Tigers is replacing the existing engines on its DC-8 fleet with newer, quieter engines ("re-engining") and/or replacing the DC-8 aircraft with other aircraft. The first four re-engined DC-8 aircraft were sold by Flying Tigers. The re-engining is expected to be completed by 1985 and its cost will be approximately $14,000,000 per aircraft, exclusive of spares engines. The re-engining modification will comply with the FAA Noise Rule and will also decrease fuel consumption by approximately 15% in comparison with present DC-8 engine performance.

Certain of the airports into which Flying Tigers operates have adopted noise abatement regulations. To date these regulations have not had a significant impact on Flying Tigers' overall operations.

Competition

The air cargo industry is highly competitive. As a result of deregulation, the number of Flying Tigers' domestic competitors has increased and may continue to increase. Further, current U.S. Government international aviation policies are both increasing significantly the number of competitors and expanding the number of U.S. interior points served by foreign competitors. Air freight forwarders, such as Emery, Airborne and UPS, are customers of Flying Tigers, but are becoming increasingly competitive because they have a direct relationship with the original shipper and are buying or chartering aircraft for their own use or in conjunction with other forwarders.

In its domestic operation, Flying Tigers also competes with most of the major passenger air carriers. In international service, Japan Air Lines, Northwest Orient Airlines, China Airlines and Korean Airlines are Flying Tigers' major Transpacific competitors; Air France, Alitalia, British Airways, KLM, Lufthansa, SAS and TWA are Flying Tigers' major Transatlantic competitors; and Varig and Aerolineas Argentina are Flying Tigers' major South American competitors.

International rates in the air cargo industry are subject to the approval of the CAB as well as of various foreign governments. Competition in air cargo markets is based on both price and service. Market pressures result in some price uniformity. Flying Tigers' market research indicates that the following factors are most important in the shipper's decision as to which carrier or forwarder to use: reliability, door-to-door time, pickup and delivery service, tracing ability, claims processing, customer service and price.

Railcar Services

North American Car Corporation and its subsidiaries ("North American") are primarily engaged in furnishing and providing services with respect to specialized types of railcars. North American furnishes these railcars and services to industrial shippers in the grain, chemical, petroleum, food processing, fertilizer, lumber, and other industries. The shippers supply these railcars to the railroads which transport the shippers' products in the United States, Canada, Mexico, and Western Europe. Railcars and services are also provided directly to the railroads.

Most railcars are furnished under full-service leases pursuant to which North American acquires, provides and maintains railcars, collects mileage compensation from railroads, pays certain property and related taxes, and performs various other administrative functions. North American also markets various elements of its full-service lease program separately. North American sells new and used railcars directly to its customers and provides maintenance and other services for them which they would otherwise perform for themselves. These services are provided on both project and, under North American's administrative services contracts, long-term contract bases.

Under its leveraged lease program, North American arranges long-term, net capital leases of railcars to its customers from third party equity lessors and sells the railcars to such third parties.

Under its investor management programs, North American sells railcars to corporate and other investors subject to management agreements which provide that North American will manage, market and maintain the railcars for periods of up to approximately 20 years as part of its normal business operations. At the end of such agreements, North American has certain rights to remarket or purchase the railcars.

North American operates repair shops throughout the United States and Canada to conduct its railcar repair, maintenance and inspection business. North American also modifies, constructs and rebuilds railcars for others at several of its shops.

Railcar Fleet

North American's railcar fleet at December 31, 1982, consisted of approximately 63,000 railcars. The fleet, as of December 31, 1981 and 1980 consisted of approximately 63,000 and 59,000 cars, respectively. At December 31, 1982, approximately 55% of the railcars in the fleet were covered hopper cars, 31% were tank cars and 14% were other types of railcars. The fleet is comprised of railcars owned by North American, held by North American under capitalized leases or similar obligations, operated by North American for others under North American's investor management program and serviced by North American for others under administrative services contracts. Railcars managed by North American under investor management programs or administrative services contracts are not reflected in North American's consolidated balance sheet and represent approximately 20% of the railcars in the above-described fleet. Substantially all of the railcars in North American's fleet are encumbered under security agreements.

Leases

Leases for railcars are generally at fixed rentals not subject to escalation during the term of the lease. Leases for railcars in the fleet are for terms ranging from specific trips to over 10 years. Average fleet utilization of railcars was 84% during 1982 and 94% during 1981. In addition, as of December 31, 1982 and 1981, 807 and 770 new railcars at a cost of approximately $35,300,000 and $34,300,000, respectively, were held in storage by North American.

In response to reduced demand for railcars during 1982, North American has leased railcars with rentals based on usage. North American has also entered into leases under which the railcars are used for grain storage. Storage leases are for short terms and at lower than normal rates.

North American's railcars are leased to approximately 815 shippers and railroads. No single customer leases more than 5% of North American's fleet, and less than 35% of the fleet is leased to North American's 20 largest customers.

Supply

Railcars and components are available from a number of different manufacturers and assemblers in the United States, Canada, Mexico and Europe. During the last two years, the demand for railcars has decreased and North American currently has new railcars for which it has no sale or lease commitments. In January, 1981, North American purchased the manufacturing business of its exclusive supplier of pressure differential ("P.D.®") railcars for transporting dry bulk commodities.

Maintenance

The railcars under full-service leases are repaired and maintained at North American's own shops and at various facilities owned by railroads and others. Running repairs, which account for approximately two-thirds of North American's total maintenance expense, are normally made by railroads and billed to North American in accordance with rates established by the Association of American Railroads (the "AAR"). North American makes substantially all railcar repairs, other than running repairs, at its own facilities.

Competition

The business in which North American is engaged is highly competitive, and there are a number of well-established companies which actively compete with North American in the business of leasing and servicing railcars, including two concerns with fleets substantially the same size as that of North American, and one concern with a slightly smaller fleet. Price and service are important considerations in dealings with customers. Although the availability of equipment for lease has been a major factor in the leasing of railcars, there is currently a surplus of railcars available for lease.

Railroads do not supply tank cars and hence do not compete with North American in offering tank cars to shippers. Railroads do supply covered hopper cars for grain and fertilizer service and such cars compete directly with privately-owned covered hopper cars suitable for such service. However, railroads do not generally offer large covered hopper cars (those in excess of 5,000 cubic feet) for light density commodity service such as pelletized plastic resin or P.D.® covered hopper cars and hence do not generally compete with respect to such cars. North American currently has approximately 4,100 plastic pellet and P.D.® type railcars in its fleet.

The competition with railroad-supplied grain covered hopper cars arises in part because of railroad restrictions on the use of similar equipment supplied by shippers. Railroads in the United States are required to establish reasonable rules for the use of privately-supplied railcars under the Interstate Commerce Act and other applicable laws. In periods of railcar shortages, railroad approval of shipper-supplied cars is obtained fairly easily. However, in periods of oversupply, railroads may seek to cancel approvals, may request or require shippers to alternate loadings of privately- and railroad-supplied grain covered hopper cars in accordance with ratios established by the railroads, or decline to grant new approvals in order to keep railroad-owned cars moving in preference to private cars.

There currently exists a surplus supply of grain covered hopper cars in relation to demand. The last extended period during which a surplus of grain covered hopper cars occurred was 1975 and 1976. As a result of the present surplus, competition of privately-supplied grain covered hopper cars with railroad-supplied grain covered hopper cars is particularly intense for cars originating on most Class I railroads.

Regulation

North American is not a common carrier and is not subject to regulation or supervision by the Interstate Commerce Commission (the "ICC"). North American is subject to and affected by various industry requirements and government laws, rules and regulations concerning construction, condition and operation of its fleet of railcars. Changes in these laws, rules and regulations have required North American to make modifications to its railcars from time to time.

6 **International Activities**

North American's activities outside the United States include the leasing and sale of railcars, principally in Canada, Mexico and Western Europe. Information as to North American's revenues, income and identifiable assets is included in the Notes to the Consolidated Financial Statements, "Business Segment and Geographic Data" under the business segment, "Railcar Services".

Other Activities

Tiger Financial Services, Inc., a wholly owned subsidiary of North American ("Tiger Financial"), is involved in lease brokerage transactions of various types of capital equipment, primarily transportation and energy-related equipment. During 1982, such transactions involved the placement of financing for equipment with a cost of approximately $161 million of which a major portion consisted of sales of tax benefits of North American. During 1981 and 1980, respectively, Tiger Financial placed financing for equipment with a cost of approximately $182 million and $220 million.

The Bi-Modal Corporation, a subsidiary of North American, is involved in the development, production and marketing of the RoadRailer®. The RoadRailer® is an intermodal vehicle equipped to operate on both highways and railroad tracks. Commercial operations for the RoadRailer® began in 1981.

North American's Terminal Services and Chemical Divisions were sold in 1983 for approximately $10,500,000.

Trucking

Tiger owns two trucking companies, Hall's Motor Transit Company ("Hall's") and Warren Transport, Inc. ("Warren"). Each company is separately managed and specializes in different types of motor carrier service. Hall's was acquired by Tiger in 1980 and Warren was acquired by Tiger in 1981.

Hall's is a common carrier of general commodities by motor vehicle. In 1982, Hall's received from the ICC a grant of nationwide, general commodities authority. Previously, Hall's ICC authority to operate in interstate or foreign commerce was limited to 38 states and the District of Columbia. Hall's operates in foreign commerce to and from specified points in the Province of Quebec under authority granted by the Transport Commission of Quebec, and in intrastate commerce in five states under authority granted by the applicable state commissions.

Warren is primarily a specialized truckload hauler of heavy machinery and other commodities that require special equipment. Warren is authorized by the ICC to operate in interstate or foreign commerce, as a motor common carrier of general commodities, between all points in the United States. Warren also is authorized by the Ontario Highway Transport Board to operate in foreign commerce to and from specified points in the Province of Ontario and by the applicable state commissions to operate in intrastate commerce in six Midwestern states.

Hall's operating revenues were $215,335,000 in 1982, $253,351,000 in 1981 and $197,130,000 in 1980. For these same three fiscal years, Hall's handled 778 million ton-miles in 1982, 1.2 billion ton-miles in 1981 and 1 billion ton-miles in 1980. Hall's operating ratio was 104.1% in 1982, 100.6% in 1981 and 96.9% in 1980.

During the last three fiscal years, approximately 80% of Hall's gross revenue from the intercity hauling of freight was accounted for by regular customers. Intercity freight hauling services are provided to a broad cross-section of important industries. Only two of Hall's customers accounted for more than 1% of Hall's revenues in 1982. As of Hall's 1982 fiscal year-end, Hall's owned 1,766 truck tractors, 3,924 van semitrailers and 64 trucks, substantially all of which is encumbered by debt.

Warren is the leading hauler of agricultural machinery in the United States. Warren's operating revenues were $39,745,000 in 1982, $51,692,000 in 1981, and $48,106,000 in 1980. For these same three fiscal years, Warren handled 463 million ton-miles in 1982, 525 million ton-miles in 1981 and 485 million ton-miles in 1980. Warren's operating ratio was 95.5% in 1982, 92% in 1981 and 91.3% in 1980. A significant portion of Warren's business in 1980 through 1982 was performed for one customer. As of December 31, 1982, Warren owned 17 tractors (switch only) and 1,315 semitrailers. Warren leases truck tractors with drivers from owner-operators.

Regulation of the Motor Carrier Industry

Hall's and Warren are subject to the Interstate Commerce Act, under which the ICC and the Department of Transportation's Bureau of Motor Carrier Safety exercise jurisdiction over various phases of each carrier's business.

Trucking companies operate pursuant to certificates of public convenience and necessity issued by the ICC. These certificates specify the commodities that can be hauled and the territory in which a carrier can operate. The ICC also has jurisdiction over rates, mergers, acquisitions and certain issuances of securities. Carriers set their own rates subject to ICC review to assure that such rates are not prejudicial, preferential, predatory or unduly discriminatory. The Motor Carrier Act of 1980 imposed restrictions on collective ratemaking activities by trucking companies, but has allowed greater pricing flexibility for carriers independently setting rates.

The Bureau of Motor Carrier Safety is concerned with the safety of motor carrier operations, including the general safety of a carrier's operators and equipment and the qualification and the maximum hours of service of Hall's and Warren drivers.

Hall's and Warren are subject to economic regulation by regulatory agencies of the states in which each is authorized to transport intrastate traffic and by the provincial agencies of Canada. Hall's and Warren's operations are also subject to administrative regulation by all the jurisdictions in which each operates.

Competition

The motor carrier industry is highly competitive. Hall's and Warren compete with other motor common carriers, motor contract carriers, private carriers and railroads. The operating authorities granted to Hall's and Warren do not give them exclusive rights in any of the areas in which they do business. A substantial number of motor carriers operate within the same areas served by Hall's and Warren's, and the ICC, the various state regulatory agencies, and the provincial agencies in Canada may authorize operations by additional carriers in the same areas of interstate, intrastate and foreign commerce now served by Hall's and Warren's. Some showing of public need must be made before these regulatory agencies will authorize service by additional carriers. The passage by Congress of the Motor Carrier Act of 1980, however, has substantially lessened the burden of proof that the ICC requires to authorize operations by additional carriers.

Rates

The rates and charges assessed by Hall's and Warren for regulated interstate transportation are on file with the ICC. Normally, regional tariff bureaus, on behalf of their members, including Hall's and Warren, publish revisions of rates and charges subject to the approval of the ICC.

While rate increases have generally been granted to cover increased costs incurred by members of regional tariff bureaus because of increased expenses, there can be no assurance that further rate increases will be sufficient to offset future increases in wages and expenses, or that rate increases will follow these increases promptly.

Cost and Availability of Fuel

Hall's has been and continues to be able to obtain diesel fuel in the quantities, at the times, and in the locations needed, without interruption or other adverse effect upon its ability to provide freight hauling services. During 1982, the average cost of fuel was $.95 per gallon which was a significant decrease over the $1.03 per gallon in 1981.

Warren uses owner-operators who are responsible for purchasing their own fuel.

Aviation Services

As a consequence of Tiger's decision to concentrate on its core transportation activities, management decided to discontinue TigerAir's aviation services operations effective December 31, 1982. Tiger is engaged in negotiations leading to the sale of all or portions of such operations.

TigerAir owns four fixed base operations ("FBOs") and three supply companies. The FBOs, located in Salt Lake City, Utah; White Plains, New York; Denver, Colorado; and Burbank, California, sell and charter light aircraft and sell fuel, aircraft parts, repair and light modification services to the general aviation market. The FBOs compete with other fixed base operations located at each airport.

The supply companies furnish aircraft parts and auxiliary fuel tank systems to the domestic and international aviation and airport authority markets, including private, commercial and government owned aircraft.

At December 31, 1982, TigerAir's fleet included four Boeing 727-200 aircraft and two DC-10 aircraft on lease, and 7 additional aircraft for sale with an aggregate net book value for all TigerAir aircraft of approximately $57,500,000. Substantially all of TigerAir's fleet is encumbered by debt.

Other Activities

Tiger Distribution Services

In November, 1981, Tiger Distribution Services ("TDS") was established as an operating division of Tiger to develop customized products which incorporate the capabilities of Tiger's existing businesses and to introduce innovative services in attractive transportation segments.

TDS's market opportunities have been expanding rapidly as shippers have become increasingly aware of the impact which distribution has on profit and the competitive advantages it can provide. The relaxed regulatory environment has encouraged shippers to investigate and implement more efficient distribution systems. TDS provides shippers with analytical and evaluation services with respect to their existing distribution systems and designs alternative, more cost effective systems tailored to the needs of the shipper, built upon the capabilities of existing Tiger businesses.

Tiger InterModal, Inc. ("TIM") is a wholly-owned subsidiary of TDS which provides arrangements for sea-air and sea-surface transportation services. Because TIM holds broad regulatory authority permitting it to provide ocean, air and surface support services, it can offer shippers a wide range of customized arrangements for transportation services, including intermodal and international. In 1982, TIM had revenues of $7,267,000.

Computer Leasing

Through its Tiger Computer division in the United States and its Tiger Leasing Division in Europe, National Equipment Rental, Ltd. ("NER") leases, arranges leases of, and provides administrative and remarketing services in connection with, a portfolio of IBM System 370 and 3000 Series computer equipment. At December 31, 1982, computers on operating and finance leases had firm rentals of $13,528,000, or 130% of the book value of such equipment.

Tiger Employees

As of December 31, 1982, Tiger and its subsidiaries had approximately 13,200 employees.

ITEM 2. PROPERTIES.

Tiger leases its executive offices in Los Angeles, California under two leases expiring in 1996.

Flying Tigers' headquarters and its principal maintenance and training bases are located on a 30 acre tract leased at Los Angeles International Airport. A hangar, a general office building and a flight training center have been constructed on this property by Flying Tigers. Flying Tigers also has entered into long-term leases on airport facilities at several of the cities it serves.

North American leases its executive offices in Chicago, Illinois and sales offices in cities throughout the United States. North American owns or leases 15 repair shops throughout the United States and Canada.

Hall's owns a 36-acre tract in Mechanicsburg, Pennsylvania where it maintains its executive and general offices, breakbulk terminal, and principal garage facility. Of the 81 terminal facilities operated by Hall's, Hall's owns 48 and leases 33. Of the 10 terminals not used by Hall's, 5 are leased to unrelated parties and 5 are vacant.

Warren leases its executive and general offices and principal garage facilities in Waterloo, Iowa. Of the 18 terminal facilities operated by Warren, Warren owns 10 and leases 8.

TigerAir leases its executive offices in Atlanta, Georgia and its subsidiaries lease office space and hangar and warehouse facilities throughout the United States. TigerAir subsidiaries also lease sales offices and warehouse facilities in foreign cities.

ITEM 3. LEGAL PROCEEDINGS.

In the ordinary course of business, Tiger and its subsidiaries become involved as defendants in various legal proceedings. It is the opinion of Tiger management, based upon the advice of its counsel, that the ultimate disposition of pending legal proceedings will not be material in relation to Tiger's consolidated financial position.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

There was no matter submitted during the fourth quarter of the fiscal year ended December 3l, l982 to a vote of security holders of Tiger, through the solicitation of proxies or otherwise.

EXECUTIVE OFFICERS OF THE REGISTRANT.

Each officer is appointed by the Board of Directors of Tiger and serves at its pleasure. Pursuant to the retirement agreement between Tiger and Mr. Hoffman, he is to serve in an executive capacity until the normal retirement age of 65.

The following table lists executive officers of Tiger at March 1, 1983.

Name	Title	Age
Wayne M. Hoffman	Chairman of the Board, Chief Executive Officer and Director	60
Thomas F. Grojean	President and Director	44
Martin A. Lynch	Senior Vice President—Finance	45
David L. Auchterlonie	Vice President—Controller	36
Rolf Bodenburg	Vice President—Taxes	54
Robert J. Harter, Jr.	Vice President—Administration, General Counsel and Secretary	38
Denis P. Kalscheur	Vice President—Treasurer	31
Jack Reiter	Vice President—Government Relations	63

There is no family relationship between any of the foregoing persons.

The following is a brief account of the business experience during the past five years of the executive officers of Tiger.

Wayne M. Hoffman
Before becoming Chairman of the Board and Chief Executive Officer of Tiger in March, 1978, Mr. Hoffman had been President and Chief Executive Officer of Tiger since August, 1973.

Thomas F. Grojean
Before becoming President of Tiger in March, 1978, Mr. Grojean had been Executive Vice President of Tiger since September, 1975. In addition, Mr. Grojean has served as President of Flying Tigers since August, 1979.

Martin A. Lynch
Before becoming Senior Vice President—Finance in April, 1980, Mr. Lynch had been Vice President—Finance of Tiger since July, 1979. From April, 1976 to June, 1979, Mr. Lynch was Vice President—Treasurer of Tiger.

David L. Auchterlonie
Before becoming Vice President—Controller in September, 1980, Mr. Auchterlonie had been Senior Audit Manager of the Los Angeles office of Price Waterhouse since July, 1978. Mr. Auchterlonie had been with Price Waterhouse since September, 1968.

Rolf Bodenburg
Before becoming Vice President—Taxes in July, 1979, Mr. Bodenburg had been Assistant Treasurer—Taxes since April, 1976.

Robert J. Harter, Jr.
Before becoming Vice President—Administration, General Counsel and Secretary in April, 1982, Mr. Harter had been Vice President—Law since July, 1979, Secretary since June, 1980, and Associate General Counsel from April, 1978 to June, 1979.

Denis P. Kalscheur
Before becoming Vice President—Treasurer in March 1983, Mr. Kalscheur had been Assistant Treasurer since October, 1980. From August, 1979 to October, 1980, Mr. Kalscheur had been Director—Corporate Banking. Prior to such date, he had been a lending officer with Continental Illinois National Bank and Trust Company of Chicago since 1977.

Jack Reiter
Before becoming Vice President—Government Relations in January, 1980, Mr. Reiter had been an attorney with the Washington, D.C. law firm of Zuckert, Scoutt & Rasenberger since March, 1979. Prior to that date, he had been Vice President, Government Affairs of World Airways, Inc. since 1968 and had been a director of World since 1975.

ITEM 5. MARKET FOR THE REGISTRANT'S COMMON STOCK AND RELATED SECURITY HOLDER MATTERS.

Tiger Common Stock is traded on the New York, Midwest and Pacific stock exchanges under the symbol TGR. As of March 1, 1983, there were approximately 22,600 record holders of Tiger Common Stock according to records maintained by Tiger's transfer agent. The range of the sales price of Tiger Common Stock by quarter and the cash dividends declared per common share for the two years ended December 31, 1982 are as follows:

	Quarter Ended			
	March 31	June 30	September 30	December 31
1982				
High	$14.25	$10.39	$9.39	$10.25
Low	7.13	6.88	4.63	7.13
Close	7.75	7.75	7.88	8.50
Cash dividends paid per common share	—	—	—	—
1981				
High	$23.88	$26.63	$23.00	$14.00
Low	18.50	21.50	11.88	11.63
Close	23.00	23.00	13.88	13.50
Cash dividends paid per common share	.20	.225	.225	.225

On March 1, 1983, the closing sales price of Tiger's Common Stock was $6.38 per share.

Certain bank credit agreements provide for restrictions on the payment of cash dividends. At December 31, 1982, under the most restrictive of the agreements, Tiger could not declare or pay cash dividends. The Board of Directors of Tiger did not declare any dividends in 1982.

ITEM 6. SELECTED FINANCIAL DATA.

The following table presents selected consolidated financial data for the Company and its subsidiaries for each of the five years ended December 31, 1982 (in thousands, except per share and ratio data):

	1982	1981	1980	1979	1978
Results of operations					
Revenues from continuing operations	$1,446,008	$1,545,086	$1,265,928	$ 758,987	$ 641,196
Income (loss) from continuing operations	$ (98,348)	$ (2,949)	$ 46,864	$ 37,039	$ 43,886
Net income (loss)	$ (136,223)	$ (16,613)	$ 42,375	$ 43,627	$ 50,019
Earnings (loss) per common share from continuing operations	$ (5.81)	$ (.18)	$ 2.96	$ 2.57	$ 3.23
Earnings (loss) per common share	$ (8.04)	$ (.98)	$ 2.68	$ 3.03	$ 3.68
Cash dividends declared per common share	$ —	$ .675	$ .80	$ .80	$ .60
Total funds provided by operations*	$ 105,253	$ 337,650	$ 301,196	$ 225,136	$ 225,997
Ratio of earnings to fixed charges	.10	.86	1.36	1.57	1.81
Financial position					
Total assets	$2,460,619	$2,702,397	$2,758,425	$1,940,601	$1,616,655
Long-term obligations and minority preferred stock subject to mandatory redemption	$1,632,849	$1,703,399	$1,655,575	$1,151,851	$ 952,845
Stockholders' equity	$ 283,166	$ 419,389	$ 446,279	$ 357,846	$ 325,301
Long-term debt to equity ratio	5.75	4.05	3.70	3.20	2.91
Book value per common share	$ 16.72	$ 24.76	$ 26.45	$ 25.12	$ 22.86

* Includes total working capital provided by continuing and discontinued operations, collection of finance lease, long-term and other receivables, sale or retirement of property, plant and equipment and other assets. See Management Discussion and Analysis below and Consolidated Statement of Changes in Financial Position on page 25 for additional information pertaining to source and application of funds.

ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

Summary

Tiger International is a holding company which has investments in operating companies providing transportation and related services throughout the world. Each of Tiger's operating companies have experienced significant growth primarily through acquisition over the past three years.

This growth has required substantial capital investment. During the past 3 years $1.1 billion has been spent on acquisitions and equipment additions. During 1980, Tiger entered the trucking business with the acquisition of Hall's and expanded its air cargo operations by acquiring Seaboard. During 1981, Warren and Dohrn were also acquired to complement the trucking business and two smaller acquisitions were also completed. Operating losses during 1981 and 1982, combined with funds required for the acquisitions and equipment additions, have had the effect of adversely affecting liquidity while increasing Tiger's debt to equity ratio from 3.70 to 1 in 1980 to 5.75 to 1 in 1982.

The continued worldwide recession and the precipitous decline in the United States economy has had a significant adverse effect on each of Tiger's operations. Tiger reported a net loss of $136.2 million in 1982 compared to a net loss of $16.6 million in 1981 and net income of $42.4 million in 1980. Continued adverse operating results have caused management to dispose of activities not essential to Tiger's core transportation businesses while seeking additional financial resources.

In July 1982, Tiger sold its investment in Purolator, Inc. common stock, and in December 1982, Tiger decided to dispose of its aviation services segment, TigerAir. Management is currently negotiating the sale of all or portions of TigerAir and accordingly this business segment has been reported as a discontinued operation in the accompanying consolidated financial statements.

On February 14, 1983, Tiger announced that it was seeking the agreement of its bank and institutional lenders to reschedule certain debt obligations at its principal subsidiaries. In addition, the Company announced that it is deferring payments of principal and interest on certain bank and institutional debt as a cash conservation measure until the negotiations are complete. These matters are more fully described in the accompanying consolidated financial statements (in the note on page 26 related to debt rescheduling) and in the liquidity discussion that follows. The announced deferral of certain debt payments is not expected to include any of the Company's public debt obligations and does not affect trade creditors and suppliers.

Tiger has not paid dividends on its common stock since the fourth quarter of 1981.

Liquidity

Funds provided by operations, including sales of assets and collections of long-term receivables, declined to $105 million for the year ended December 31, 1982 compared to $338 million in the comparable 1981 period. To fund the cash requirements during this period all of the Company's formal and informal bank and credit facilities were used during 1982. Tiger also sold assets and arranged debt financings to generate cash.

In July 1982, Tiger received $31.7 million in cash on the sale of its investment in Purolator. Also in September 1982, a $50 million long-term secured financing for North American Car Corporation was completed. During December 1982, Flying Tigers agreed to sell four re-engined DC-8's for net cash proceeds of $30 million. Cost saving measures have also been implemented to reduce costs and conserve cash at each of Tiger's operations.

At December 31, 1982 the Company had total debt outstanding, including capital lease obligations, of approximately $1.8 billion with an average scheduled term of approximately seven years; approximately $195 million of this debt is scheduled for payment during 1983. Tiger has deferred certain principal and interest payments and is seeking an agreement with its banks and institutional lenders to reschedule certain of the debt of its principal subsidiaries. Discussions are underway with regard to Flying Tigers North American Car Corporation and TigerAir. The 1983 principal and interest debt service for the debt instruments subject to the rescheduling proposals is approximately $228 million. Several rescheduling proposals have been presented since announcement of the deferral and at this time discussions are continuing.

Although a substantial portion of the assets of the Company are pledged as collateral for secured debt, certain receivables, inventories, and tangible fixed assets are available as additional collateral for a limited amount of financing from lending institutions.

Management is of the view that additional funds can be generated to meet anticipated cash requirements during 1983 from a combination of continued asset sales, improved operating performance, debt rescheduling and additional secured financings.

Capital Resources
Capital expenditures of $139 million in 1982 reflect a planned reduction compared to 1981 expenditures of $186 million and 1980 expenditures of $549 million. Capital expenditures for 1983 are expected to be further curtailed until operating performance improves. At December 31, 1982 purchase commitments amounted to $188 million (as described in the note on page 34); these commitments, to be incurred in 1983 and 1984, relate almost entirely to re-engining requirements for Flying Tigers' DC-8 aircraft.

Results of Operations—Overview

Continuing Operations
Revenues from continuing operations declined from $1.5 billion in 1981 to $1.4 billion in 1982, approximately a 6% decline. Revenues increased approximately 22% in 1981 over 1980.

The net loss from continuing operations of approximately $98 million in 1982 compares unfavorably with the net loss in 1981 of $3 million. The 1982 results include a pretax asset writedown of approximately $14 million of which $2.5 million relates to the trucking operations and $11.5 million relates to the leasing and related services, while in 1981 pretax writedown of assets amounted to $14.2 million relating primarily to leasing related assets. Also included in the 1982 results is $19.8 million of foreign exchange translation gains, while 1981 had foreign exchange translation gains of approximately $3.2 million. 1981 results were favorably affected by the sale of the Company's interest in three B-747's for a pretax gain of approximately $35 million, while in 1982 $5 million of pretax gain was recorded on the sale of three re-engined DC-8's. Also favorably impacting both 1982 and 1981 results were the sale of tax benefits for a pretax gain in 1981 of $18.7 million and a pretax gain of $13.5 million in 1982. 1980 results included no pretax gain on the sale of tax benefits. 1981 results were also improved by the sale of the Mortgage Insurance Group for a pretax gain of approximately $6 million. 1980 net income from continuing operations of approximately $47 million was aided by the sale of Tiger's interest in a real estate partnership, accounting for approximately $15 million of pretax gain.

Air Cargo
1982 Flying Tigers' revenues of $925 million remained substantially unchanged compared to 1981 revenues. 1981 revenues increased 30% from 1980 revenues. 1981 results include a full year's revenue from Seaboard whereas 1980 results reflect revenues from the date of acquisition in October 1980. Flying Tigers sustained a pretax loss of $73 million in 1982, compared to a pretax loss of $23 million in 1981 and $10 million of pretax losses in 1980. Included in 1982 results is the pretax gain of $5 million on the sale of three DC-8-73's and related equipment to UPS. Included in the 1981 results is the pretax gain of $35 million on the sale of three B-747-100's.

Included in the 1982 results of operations is a pretax gain of $18.4 million on the revaluation of foreign denominated debt resulting from the strengthened dollar. The strengthened U.S. dollar, however, adversely affected yields on both Asian and European traffic because revenues from the markets are generated in foreign currencies. The decline in yields approximately offset the translation gain.

On December 29, 1982, Flying Tigers announced the sale of four DC-8-73 freighters and related equipment to UPS for approximately $77 million. Three of these aircraft were sold during 1982 and one was sold during early 1983. The sale included spare engines and parts and the re-engining of the aircraft. The transaction generated $30 million in cash net of payments to re-engining manufacturers. The sale is in accordance with Flying Tigers' plan to resize its aircraft fleet.

Flying Tigers major services include Domestic, Transpacific and Transatlantic scheduled services, Military Airlift Command (MAC) and Commercial charters. The Transpacific route system remained strong during 1982, with revenues increasing by 9% due primarily to higher volumes. Increased competition in the Transpacific market has resulted in a slight decrease in average yields. The Transatlantic route system was adversely affected during most of 1982 by highly competitive contract rates and excess capacity, which made implementation of rate increases difficult. Flying Tigers increased frequencies on the Transatlantic routes resulting in a 32% increase in Transatlantic revenues. The Domestic route system experienced intense competition during 1982 as revenues declined 16% over 1981 levels while volumes declined 42%. The Domestic route system has been unfavorably affected by competition from freight forwarders arranging for their own aircraft. Additionally, the weak United States economy has negatively impacted Flying Tigers' Domestic traffic, resulting in lower yields and volumes. These factors are expected to continue during 1983. In early 1982, Flying Tigers introduced door-to-door service with guaranteed delivery time directly to retail customers. The volumes, measured by revenue pounds received, have increased from 1.5 million pounds in the first quarter of 1982, to 17.5 million pounds in the fourth quarter of 1982.

MAC revenues have increased during the past three years, increasing 3% in 1982 over 1981 levels and 30% in 1981 over 1980 levels. The reduced rate of growth in MAC revenues is a result of stabilization in the size of the dedicated fleet due to the sale of three B-747's in 1981. MAC allocates business based upon the size of the dedicated fleet. Contract awards in 1983 are expected to decline as a result of the reduced size of the fleet due to the sale of DC-8-73's at the end of 1982 and early 1983.

Commercial charters revenues were $93 million in 1982, a decline of 6% over 1981, while 1981 revenues increased 23% over 1980 levels. In December 1982 Flying Tigers and Pan American World Airways agreed to exchange four Pan American B-747-100 freighters for three Flying Tiger B-747-200 passenger aircraft associated with the Metro program. The exchange of aircraft took place in early 1983. The swap enables Flying Tigers to concentrate resources in the cargo business. Flying Tigers will increase both frequency and capacity to Europe, and capacity on scheduled routes to South America while providing service to the Middle East and Australia.

1982 costs and expenses increased 5% over 1981. The increase is attributable, in part, to the increased flying on Transatlantic and Transpacific routes in order to increase market share. Sales, advertising and publicity expenses increased 59% over 1981, primarily as a result of introducing and promoting the new door-to-door guaranteed delivery service and scheduled passenger operations. Ground operations expenses increased 14% in 1982 as a result of the expansion of operations to an increased number of cities serviced directly by Flying Tigers under the door-to-door program. Interest expense increased 17% primarily as a result of certain aircraft financing agreements made during the fourth quarter of 1981 and borrowing of additional funds during the first quarter of 1982. Fuel prices decreased 4% during 1982 to an average price per gallon of $1.09. In 1981, the average price per gallon was $1.13.

Railcar Services

North American Car is an international lessor of railcars, conducting business in the United States, Canada, Mexico, France and England, with an owned and managed fleet of approximately 63,000 railcars. North American Car also conducts ancillary businesses to its leasing operations, such as car repair services, remarketing services and Seek Systems, which is a tracking service for railcars. Additionally, North American Car has a car manufacturing division which produces specialized covered hoppers and is involved in development of a prototype railcar (RoadRailer®) which is capable of running on railroads or being moved on highways by truck.

North American Car revenues were $254 million in 1982, a decrease of approximately 17% from $308 million in 1981. Revenues in 1981 compared to 1980 were essentially flat. Revenues from leasing and car sales activities have declined significantly during 1982 as a result of lower fleet utilization and the continuing soft railcar market. Fleet utilization has declined from approximately 95% at the end of 1981 to approximately 81% at the end of 1982. Car sales have also been adversely affected as a result of the current excess supply of railcars as well as high interest rates during most of 1982. Also contributing to the revenue decline during 1982 were lower car repair revenues as car repair volumes have declined due to the excess supply of railcars. Revenues from international operations have also declined, primarily as a result of the Mexican operations suffering from the current economic plight of Mexico.

Pretax income has significantly declined during 1982 from $69.7 million in 1981 to $1.7 million in 1982. The decline in profitability is attributable to the lower fleet productivity noted above, increased interest costs as a result of higher borrowings due to purchases of railcars made in 1981 and 1982 and higher working capital needs. During 1981, North

American Car realized pretax income of approximately $17.7 million from sales of tax benefits, while in 1982 $13.5 million was realized on tax benefit sales. The decrease in the sale of tax benefits is largely the result of new tax legislation passed during 1982, which significantly decreased the market for the sale of tax benefits. 1980 pretax income for North American Car was $10 million higher than that of 1981, largely a result of higher fleet utilization and a stronger railcar market during 1980.

Trucking
Combined trucking operations for 1982 reported a pretax loss of $11.7 million on revenues of $260 million, which compares unfavorably to 1981 when the pretax loss from operations was $3 million on revenues of $286 million. Tiger owns two trucking companies: Hall's Motor Transit and Warren Transport. Hall's was acquired in January 1980, and was further expanded by the acquisition of Dohrn Transfer Company in January 1981. Hall's is a general commodities carrier, primarily operating in the Central, Mid-Atlantic and Northeastern portion of the United States, providing less than truckload (LTL) and truckload services to those areas of the United States. Hall's revenues declined approximately 15% in 1982 from $256 million in 1981 to $218 in 1982. The economic recession has severely impacted Hall's revenue base throughout 1982 as volumes have been significantly below those of 1981. Also adversely impacting Hall's revenues is the impact of deregulation, as competition has significantly increased during 1982 with competitive bidding and rate discounting.

The deterioration of revenue has also led to a deterioration of Hall's operating ratio, as the operating ratio has risen from 100% in 1981 to 103.5% in 1982. Hall's has taken significant steps to lower the operating ratio in 1982 through controlling wages, benefits and operating costs and has realized significant improvement. The operating ratio has declined from a high of 116% in the beginning of 1982 to under 100% near the end of 1982, it is expected that this trend will continue into 1983.

Warren operates as a specialized truckload hauler of heavy machinery and other specialized equipment for both the farm and construction industries. During 1982, Warren also expanded its operations into hauling truckload shipments of general commodities, in particular glass, packing materials and textiles. Warren was acquired on June 1, 1981 and reported revenues of $30.4 million and pretax income of $3.7 million during the last seven months of 1981. During the full year of 1982, Warren reported revenues of $41.5 million and pretax income of $3.5 million. This reflects a slight decrease in revenues and profitability for Warren on a full year-to-year comparison. The decline is primarily a result of the severe economic problems of the farming and construction industries during 1982, as Warren is dependent upon those industries for a majority of its revenue. Warren has been able to maintain profitability as a result of controlling its variable expenses in relationship to its lower revenues during 1982.

Discontinued Operations
Aviation Services—Discontinued
Effective December 31, 1982 Tiger announced its plan for the sale and disposition of its Aviation Services segment, TigerAir, which includes four fixed base operations (primarily fueling, light maintenance and storing services), spare parts sales activities and commercial and corporate aircraft sales and leasing activities. Tiger has concluded that the disposition of TigerAir will enable Tiger to concentrate its activities on its core transportation businesses. For the year 1982, TigerAir reported $112 million in revenues and $21 million in pretax losses, which included a write-down of certain aircraft for $11 million. In addition, Tiger established a $20 million reserve to cover anticipated costs and losses from the operations during the phaseout and ultimate disposition of the aviation services business.

Impact of Inflation
Worldwide inflation and recession have an impact on Tiger's results of operations and financial position which are reported in historical amounts. Tiger has estimated the impact of economic trends for selected financial information as required by standards adopted by the Financial Accounting Standards Board. This information is presented on pages 39 to 42.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA.

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SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation
The consolidated financial statements include the accounts of Tiger International, Inc. and its subsidiaries (the Company) except for the Company's former insurance subsidiary which was accounted for by the equity method during 1980 (see note on acquisitions and dispositions). All significant intercompany accounts and transactions have been eliminated. Certain reclassifications have been made to conform prior period information with the 1982 presentation.

Effective December 31, 1982 the Aviation Services segment has been accounted for as discontinued operations in the accompanying financial statements. Accordingly, the results of operations of the Aviation Services segment have been segregated in the consolidated statement of operations for all years presented. At December 31, 1982, the net assets of discontinued operations, except for debt guaranteed by other Tiger subsidiaries, are also segregated on the 1982 Consolidated Balance Sheet. The Aviation Services segment has been consolidated for purposes of presenting 1981 balance sheet information.

Leases
In addition to its air cargo and trucking operations, the Company is engaged in the business of leasing railcars, computers and other equipment. Most of the Company's leases are classified as operating leases. Rentals from these leases are reported as revenue over the life of the lease and expenses are charged against such revenues as incurred. Future rentals under existing operating leases are not recorded as assets.

Some leases are classified as direct financing leases. Aggregate rentals and estimated residual values from these leases, net of the related unearned income, are recorded as an asset. Revenue is recognized over the lease term to reflect an approximate constant rate of return on the net investment in these leases.

In addition to operating leases and direct financing leases, the Company also records income related to certain leases (other than computer leases) in which it acts as a lease broker. Such income is based on the Company's share of the estimated residual value of the equipment under lease. During the lease term, the residual value recorded at its present value is accreted so that the estimated residual value at the end of the lease term reflects the estimated realizable proceeds to be received from the transaction.

Translation of Foreign Currencies
Foreign currency accounts are translated in accordance with Statement of Financial Accounting Standards No. 8. Under this method, balance sheet accounts are translated at exchange rates in effect at the end of the period for monetary items (cash, receivables, payables, debt, etc.) and at the rate in effect at the time of acquisition for non-monetary items (inventories, property and equipment, investments, equity accounts). Income and expense accounts are translated at the average rate prevailing during the period except for cost of sales, depreciation and amortization which are translated at the exchange rate in effect when the related non-monetary assets were acquired. Exchange gains and losses from both realized transactions and unrealized translations are included in current period results of operations.

In December 1981, the Financial Accounting Standards Board issued a revised Statement on Translation of Foreign Currencies, which the Company is required to adopt on January 1, 1983. The business segment and geographic data note describes the principal changes of this new standard.

Inventories
Inventories consist of maintenance and assembly parts for aircraft, trucks and leased equipment and are carried at the lower of cost or market. Cost is determined by the average-cost method for air cargo operations and the first-in, first-out method for leasing operations.

Property, Plant and Equipment
Expenditures for additions and major improvements, replacements or renewals are capitalized. Assets retired or otherwise disposed of are eliminated from the accounts along with the related accumulated depreciation and gains and losses are included in income. Expenditures for maintenance, repairs and minor renewals are charged to income as incurred. The capitalized cost of aircraft and other related equipment includes interest incurred prior to the time such assets are placed in service.

The Company has included as assets the costs of certain leased property, plant and equipment which, by the terms of the agreements, meet the definition of capital leases; the present value of related lease obligations is recorded as a liability.

Depreciation of property, plant and equipment, including assets under capital lease, is provided primarily on a straight-line basis over the estimated useful lives of the various assets as follows: railcars—25 to 30 years; aircraft—5 to 20 years (15% maximum salvage value); trucks—5 to 8 years; other—2 to 40 years (average 15 years). Accelerated depreciation methods are utilized for certain computers.

Intangibles
Intangibles consist of cost in excess of fair value of net assets of acquired businesses. Those acquired prior to November 1, 1970 ($15,867,000) are considered to have an unlimited life and are not being amortized. All others acquired since that date are amortized on a straight-line basis over their estimated useful lives of 20 to 40 years. No cost was assigned to intangible motor carrier operating rights of trucking businesses acquired.

Current Portion of Long-Term Obligations
The current portion of long-term obligations excludes the current portion of long-term debt and capital lease obligations related to leasing operations to the extent that such amounts will be paid from the net rentals to be received during the next year from finance leases and long-term operating leases.

Income Taxes and Tax Benefits
Provision is made for deferred income taxes attributable to timing differences which result when revenues and expenses are reported for tax purposes in periods different from their recognition for financial reporting purposes. Provision is not made for federal income taxes on earnings of foreign operations which are expected to be invested indefinitely.

Investment tax credits on equipment acquired for use in air cargo and trucking operations and on equipment for lease under operating leases are accounted for as a reduction of the provisions for income taxes in the year in which the credits arise or to the extent they are utilizable without exceeding the deduction limits. In addition, investment tax credit carryforwards are recognized as a reduction of the provisions for federal income taxes to the extent such credits are expected to be utilized against net deferred federal income taxes which reverse during the carryforward period. Investment tax credits arising from the acquisition of equipment for lease under finance leases are accounted for under the deferral method. Under this method the credits are amortized over the initial terms of the related lease in decreasing amounts in relation to the declining balance of the unrecovered investments.

Investment tax credits which have been utilized to reduce income tax provisions, but which the Company elects to permit to expire by reason of the deduction of accelerated depreciation and other allowable tax deductions, are amortized over the remaining lives of the property and equipment to which the tax deductions relate.

During 1981 and 1982, the Company entered into agreements permitted under the Economic Recovery Tax Act of 1981 to sell tax benefits through tax leases. Under terms of the agreements, the Company transferred investment tax credits and depreciation tax benefits of asset ownership for certain assets placed in service during the year. Aggregate cash proceeds received from these transactions are recognized as income.

Earnings Per Share
Earnings per share are based on the weighted average number of shares of common stock outstanding during each period increased by the effect of dilutive stock options, stock purchase plans and stock purchase agreements.

Fully diluted earnings per share are based on the weighted average number of shares of common stock outstanding during each period computed as described above and assuming the conversion, where dilutive, of convertible debt into common stock at the beginning of the period or at issuance date. Interest expense on the convertible debt, net of income taxes, is added back to net income for purposes of the calculation. There was no significant dilution of earnings per share from the fully diluted computation for the years ended December 31, 1982, 1981 and 1980.

CONSOLIDATED STATEMENT OF OPERATIONS

Tiger International, Inc. and Subsidiaries

	For the Years Ended December 31		
	1982	1981	1980
	(In thousands, except per share data)		
Revenues			
Operating revenues	$1,429,709	$1,496,130	$1,233,296
Other	16,299	48,956	32,632
	1,446,008	1,545,086	1,265,928
Costs and Expenses			
Costs of operations	1,095,729	1,091,018	844,929
Selling, general and administrative	173,179	151,229	114,224
Depreciation and amortization	150,621	141,477	110,903
Interest	189,428	171,905	134,051
Interest capitalized	(5,501)	(4,494)	(5,043)
	1,603,456	1,551,135	1,199,064
Income (Loss) From Continuing Operations Before Income Taxes	(157,448)	(6,049)	66,864
Income tax provision (benefit)	(59,100)	(3,100)	20,000
Net Income (Loss) From Continuing Operations	(98,348)	(2,949)	46,864
Discontinued operations			
Loss from operations of discontinued businesses (less applicable tax benefits of $3,100, $10,600 and $3,500)	(17,875)	(13,664)	(4,489)
Loss on disposal of discontinued operations, including provision of $8,400 for operating losses during phase-out period (with no income tax benefit)	(20,000)	—	—
	(37,875)	(13,664)	(4,489)
Net Income (Loss)	$ (136,223)	$ (16,613)	$ 42,375
Earnings (loss) per share			
—Continuing operations	$ (5.81)	$ (.18)	$ 2.96
—Discontinued operations	(2.23)	(.80)	(.28)
Earnings (Loss) Per Share	$ (8.04)	$ (.98)	$ 2.68
Shares used in computation of earnings (loss) per share	16,936	17,000	15,810

See accompanying summary of significant accounting policies and notes to consolidated financial statements.

CONSOLIDATED BALANCE SHEET

Tiger International, Inc. and Subsidiaries

Assets	December 31, 1982	December 31, 1981
	(In thousands)	
Current Assets		
Cash and short-term investments	$ 64,904	$ 46,968
Receivables, net	176,932	253,490
Inventories	70,875	125,288
Prepaid expenses and other	44,488	25,577
Total Current Assets	357,199	451,323
Investment in Finance Leases	76,278	119,839
Property, Plant and Equipment		
Equipment used in operations	2,261,253	2,350,643
Buildings and leasehold improvements	143,837	142,245
Shop and terminal facilities and other	116,627	107,766
Construction in process	41,704	38,499
	2,563,421	2,639,153
Less accumulated depreciation and amortization	798,761	736,881
	1,764,660	1,902,272
Other Assets		
Investments, other receivables and deposits	88,117	134,207
Net assets, exclusive of certain obligations, of discontinued operations	90,545	—
Cost in excess of fair value of acquired businesses, net	83,820	94,756
	262,482	228,963
Total Assets	$2,460,619	$2,702,397

See accompanying summary of significant accounting policies and notes to consolidated financial statements.

Liabilities and Stockholders' Equity	December 31 1982	1981
	(In thousands)	
Current Liabilities		
Short-term borrowings	$ 20,000	$ 5,757
Current portion of long-term obligations	116,834	77,835
Accounts payable and accrued liabilities	261,207	290,332
Total Current Liabilities	398,041	373,924
Long-term Obligations		
Notes payable and equipment obligations	1,151,358	1,193,600
Subordinated debt	76,061	78,858
Capital lease obligations	399,843	425,125
	1,627,262	1,697,583
Deferred Credits		
Deferred income taxes and tax credits	71,326	137,145
Other	75,237	68,540
	146,563	205,685
Commitments		
Minority Preferred Stock Subject to Mandatory Redemption	5,587	5,816
Stockholders' Equity		
Common stock, $1 par value Authorized—35,000,000 shares; outstanding— 17,034,658 and 17,001,398 shares	17,035	17,001
Additional paid-in capital	219,257	219,052
Retained earnings	48,557	184,780
	284,849	420,833
Less treasury stock, at cost (98,624 and 65,364 shares)	1,683	1,444
Total Stockholders' Equity	283,166	419,389
Total Liabilities and Stockholders' Equity	$2,460,619	$2,702,397

CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY

Tiger International, Inc. and Subsidiaries

For the three years ended December 31, 1982 (In thousands)	$1 Par Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock	Total
Balance at December 31, 1979	$14,267	$160,767	$183,160	$ (348)	$357,846
Net income	—	—	42,375	—	42,375
Shares issued in connection with acquisitions	2,501	53,547	—	—	56,048
Issuance of shares pursuant to the Executive Incentive Plan	35	706	—	—	741
Issuance of shares pursuant to the Qualified Employees Stock Purchase Plan	86	1,885	—	—	1,971
Unrealized appreciation of equity investments by insurance subsidiary	—	—	471	—	471
Cash dividends declared on common stock ($.80 per share)	—	—	(13,173)	—	(13,173)
Balance at December 31, 1980	16,889	216,905	212,833	(348)	446,279
Net loss	—	—	(16,613)	—	(16,613)
Shares issued in connection with acquisitions	67	1,318	—	—	1,385
Issuance of shares pursuant to the Executive Incentive Plan	45	829	—	—	874
Treasury stock purchase of 46,764 shares	—	—	—	(1,096)	(1,096)
Cash dividends declared on common stock ($.675 per share)	—	—	(11,440)	—	(11,440)
Balance at December 31, 1981	17,001	219,052	184,780	(1,444)	419,389
Net loss	—	—	(136,223)	—	(136,223)
Issuance of shares upon conversion of debentures	34	205	—	—	239
Treasury stock acquired in connection with conversion of debentures by an affiliate	—	—	—	(239)	(239)
Balance at December 31, 1982	$17,035	$219,257	$ 48,557	$(1,683)	$283,166

See accompanying summary of significant accounting policies and notes to consolidated financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN FINANCIAL POSITION

Tiger International, Inc. and Subsidiaries

(In thousands)	1982	1981	1980
	For the Years Ended December 31		
Source of Funds			
Continuing operations			
Income (loss) from continuing operations	$ (98,348)	$ (2,949)	$ 46,864
Items not involving working capital—			
Depreciation and amortization	150,621	141,477	110,903
Deferred income tax provision (benefit)	(59,301)	(2,283)	17,709
Translation gain on yen denominated debt	(18,391)	—	—
Gain on sale of insurance subsidiary	—	(5,850)	—
Gain on sale of equipment used in operations	(5,634)	(36,963)	(702)
Unearned income on finance leases	(19,027)	(23,512)	(14,637)
Overhaul reserves, net	(10,376)	8,936	(5,939)
Other	6,161	2,316	11,906
Working capital provided (used) by continuing operations	(54,295)	81,172	166,104
Discontinued operations			
Loss from discontinued operations	(37,875)	(13,664)	(4,489)
Items not involving working capital—			
Depreciation and amortization	7,179	14,111	7,429
Other	17,427	(2,687)	1,860
Working capital provided (used) by discontinued operations	(13,269)	(2,240)	4,800
Total working capital provided (used) by operations	(67,564)	78,932	170,904
Collection of finance lease and long-term receivables	52,186	36,300	59,960
Retirement of property, plant and equipment	33,391	70,447	70,332
Proceeds from sale of investment	31,740	—	—
Proceeds from sale of insurance subsidiary	—	82,271	—
Proceeds from sale of aircraft	55,500	69,700	—
	105,253	337,650	301,196
Proceeds from debt financing, net of prepayments	109,809	193,438	410,095
Issuance of common stock	—	2,259	58,760
Working capital acquired business	—	6,547	(31,681)
Total Source of Funds	215,062	539,894	738,370
Application of Funds			
Acquisition of businesses	—	40,416	154,000
Additions to finance lease and long-term receivables	16,345	51,432	15,925
Additions to property, plant and equipment, net of new railcar sales	139,066	186,404	549,508
Payment on maturities of long-term obligations	158,291	150,332	97,077
Cash dividends on common stock	—	11,440	13,173
Other	19,601	29,522	(39,140)
Total Application of Funds	333,303	469,546	790,543
Increase (Decrease) in Working Capital	$(118,241)	$ 70,348	$ (52,173)
Changes in Components of Working Capital			
Cash and short term investments	$ 17,936	$ 4,935	$ 845
Receivables, net	(76,558)	7,101	89,085
Inventories	(54,413)	19,675	30,647
Prepaid expenses and other	18,911	7,905	8,825
Increase (Decrease) in Current Assets	(94,124)	39,616	129,402
Short-term borrowings (less portion reclassified to long-term in 1981—$124,000)	14,243	(47,808)	14,228
Current portion of long-term obligations	38,999	26,588	33,570
Accounts payable and accrued liabilities	(29,125)	(9,512)	133,777
Increase (Decrease) in Current Liabilities	24,117	(30,732)	181,575
Increase (Decrease) in Working Capital	$(118,241)	$ 70,348	$ (52,173)

See accompanying summary of significant accounting policies and notes to consolidated financial statements.

DEBT RESCHEDULING

On February 14, 1983 Tiger announced that it is seeking the agreement of its bank and institutional lenders to reschedule certain debt obligations maturing between 1983 and 1986 at its principal subsidiaries. In addition, the Company announced that it is deferring payments on certain bank and institutional debt as a cash conservation measure. The announced deferral of certain debt payments is not expected to include the Company's public debt obligations and does not affect trade creditors or suppliers. Negotiations are currently under way with lender committees for The Flying Tiger Line Inc., North American Car Corporation, and TigerAir, Inc.

The outstanding balances of debt subject to the rescheduling proposals is approximately $1 billion at December 31, 1982. The 1983 cash requirements for these debt instruments are as follows (in thousands):

Operating Company	Debt Service		
	Principal	Interest	Total
Flying Tiger Line	$ 39,900	$ 48,600	$ 88,500
North American Car	48,300	46,700	95,000
TigerAir	16,100	8,300	24,400
Others	15,800	4,000	19,800
Total	$120,100	$107,600	$227,700

The agreements under which Tiger has not made payments under this temporary measure contain provisions which allow the lenders, at their option, to accelerate the scheduled maturities on the underlying debt. Tiger has not obtained waivers of these defaults and, as a result, is currently in default under the agreements subject to the temporary deferral. In addition, several of the other agreements contain cross default provisions which could cause public debt of the Company to be in technical default as well. Such provisions could permit public debt holders to demand acceleration of scheduled maturities. The December 31, 1982, consolidated balance sheet has not been retroactively restated to reflect the outstanding balances of debt in default as current liabilities.

Tiger is continuing to negotiate with the individual operating company lenders through lender committees and has made and received a number of proposals from each of the groups. These proposals include provisions to obtain additional secured financing as well as rescheduling obligations with the individual lenders involved.

The length of the deferral is dependent upon the negotiation process and subject to an acceptable financial plan with the private lenders and institutions to restructure the debt and lease obligations. The level of debt service requirements cannot be determined until the negotiations are complete.

DISCONTINUED OPERATIONS

Effective December 31, 1982, management decided to discontinue the operations of the Aviation Services segment. Portions of the business are being offered for sale with the remaining operations being phased out.

The results of operations for Aviation Services are included in the consolidated statement of operations under the caption "Loss from operations of discontinued businesses". Summarized operations of this segment are as follows (in thousands):

	For the Years Ended December 31,		
	1982	1981	1980
Operating revenues	$109,420	$128,264	$106,949
Intercompany income	2,339	20,212	11,551
	111,759	148,476	118,500
Costs and expenses	132,734	172,740	126,489
Loss before income taxes	(20,975)	(24,264)	(7,989)
Income tax benefit	(3,100)	(10,600)	(3,500)
Net loss	$ (17,875)	$ (13,664)	$ (4,489)

The consolidated statement of operations for the year ended December 31, 1982 includes a provision for estimated loss on disposal of discontinued operations and consists of the following (in thousands):

Loss on disposal of assets	$11,600
Operating losses during the phase-out period	8,400
Net provision for loss on disposal of discontinued operations	$20,000

The reserve for discontinued operations is included in other deferred credits in the Consolidated Balance Sheet.

Aviation Services assets, net of certain obligations, are included in the caption "Net assets, exclusive of certain obligations, of discontinued operations" in the Consolidated Balance Sheet at December 31, 1982.

The net assets, after consideration of the reserve for discontinued operations, are stated at estimated realizable values and consist of the following (in thousands):

Current Assets	$ 54,121
Non-current Assets	80,318
	134,439
Current Liabilities	24,179
Long-term obligations and other	19,715
Net assets of discontinued operations	$ 90,545

Obligations of approximately $97.4 million have been excluded from the net assets of discontinued operations and are included in consolidated long-term obligations (see notes on Long-Term Debt and Commitments). Such amounts will continue to be obligations of the Company, however, a significant portion of these obligations are expected to be serviced by the cash proceeds to be received from the sale and leasing of the remaining assets.

At December 31, 1982, non-current assets include equipment held for lease with a net book value of approximately $45.1 million and a net investment in a finance lease of approximately $17.2 million. At December 31, 1982, minimum future lease receivables from non-cancellable operating leases and finance leases are as follows (in thousands):

Year	Operating Leases	Finance Lease
1983	$ 8,223	$ 2,769
1984	8,205	2,769
1985	3,413	2,769
1986	—	2,769
1987	—	2,769
Later years	—	4,152
Total minimum future leases receivables	$19,841	$17,997

ACQUISITIONS AND DISPOSITIONS

Acquisitions

During 1980 the Company acquired Hall's Motor Transit Company, Seaboard World Airlines, Inc. and two other businesses for approximately $154,000,000.

During 1981 the Company completed its acquisition of two trucking companies (Warren Transport and Dohrn Transfer), and two other businesses for cash and common stock aggregating approximately $40,416,000.

These acquisitions have been accounted for as purchases and their results of operations have been included in the accompanying consolidated financial statements from date of acquisitions. The effect of the acquisitions made in 1981 are not material to consolidated results of operations or financial position.

Dispositions

Effective December 31, 1980, the Company disposed of its investment in a real estate partnership interest. The pretax gain of approximately $15,000,000 has been included in other revenues in the accompanying consolidated statement of operations for the year ended December 31, 1980.

In December 1980, the Company reached an agreement to sell the capital stock of its private mortgage insurance operations for $82,271,000 in cash. The sale was consummated in February 1981 resulting in a pretax gain of $5,850,000 which is included in other revenues in the accompanying consolidated statement of operations. Prior to the sale, the insurance operations were reported under the equity method of accounting. Accordingly, the 1980 pretax income of $14,072,000 is included in other revenues in the consolidated statement of operations.

During the first six months of 1981, the Company's air cargo subsidiary sold its interest in three Boeing 747-100 freighter aircraft and related equipment for proceeds aggregating approximately $69,700,000; in addition, the buyer assumed a capital lease obligation of approximately $18,175,000. The pretax gain of $35,382,000 is included in other revenues in the accompanying consolidated statement of operations.

During 1981 the Company realized approximately $18,700,000 in pretax income from the sale of tax and depreciation benefits.

In the second quarter of 1982, the Company sold its investment in Purolator, Inc. common stock for a sales price of $31,740,000. The pretax gain of $2,327,000 is included in other revenues for the year ended December 31, 1982.

During 1982 the Company realized approximately $13,500,000 in pretax income from the sale of tax and depreciation benefits.

In December 1982, the Company's air cargo subsidiary sold three DC-8-73 freighter aircraft and related equipment for proceeds aggregating $55,500,000, resulting in a pretax gain of $4,792,000. During the first quarter 1983, a fourth DC-8-73 freighter and related equipment was sold for additional proceeds of $21,600,000. The net proceeds from the four aircraft were $30,000,000 after prepayments to re-engining manufacturers.

BUSINESS SEGMENT AND GEOGRAPHIC DATA

The Company is engaged primarily in three businesses: air cargo, railcar services and trucking. Effective December 31, 1982, management decided to discontinue the operations of the aviation services business. The Company operates in the United States and Canada with some operations also located in Europe, the Far East, Mexico and South America. Revenues and transfers between industry and geographic areas are not significant.

Segment Data (In thousands)	Revenues	Operating Results, Before Interest Expense	Interest Expense, Net	Pretax Income (Loss)	Identifiable Assets	Capital Expenditures	Depreciation and Amortization Expense
1982							
Air Cargo	$ 924,933	$ (1,519)	$ 71,070	$ (72,589)	$1,043,630	$ 58,325	$ 74,036
Railcar Services	254,535	87,719	86,030	1,689	1,068,211	70,685	40,628
Trucking	259,615	(6,058)	5,638	(11,696)	136,713	2,944	14,534
Other	6,925	(53,663)	21,189	(74,852)	121,520	4,801	21,423
Continuing Operations	1,446,008	26,479	183,927	(157,448)	2,370,074	136,755	150,621
Discontinued Operations	109,420	(25,503)	15,472	(40,975)	90,545	2,311	7,179
	$1,555,428	$ 976	$199,399	$(198,423)	$2,460,619	$139,066	$157,800
1981							
Air Cargo	$ 924,702	$ 37,340	$ 60,223	$ (22,883)	$1,123,703	$ 51,046	$ 65,917
Railcar Services	308,385	148,171	78,459	69,712	1,099,425	92,147	39,547
Trucking	286,567	3,251	6,151	(2,900)	152,503	11,791	13,666
Other	25,432	(27,400)	22,578	(49,978)	170,791	8,197	22,347
Continuing Operations	1,545,086	161,362	167,411	(6,049)	2,546,422	163,181	141,477
Discontinued Operations	128,264	2,680	26,944	(24,264)	155,975	23,223	14,111
	$1,673,350	$164,042	$194,355	$ (30,313)	$2,702,397	$186,404	$155,588
1980							
Air Cargo	$ 713,123	$ 23,137	$ 32,742	$ (9,605)	$1,073,683	$276,515	$ 45,304
Railcar Services	308,657	150,517	70,818	79,699	1,046,963	99,591	37,163
Trucking	187,049	8,861	3,179	5,682	87,570	5,509	7,930
Other	57,099	13,357	22,269	(8,912)	282,572	41,622	20,506
Continuing Operations	1,265,928	195,872	129,008	66,864	2,490,788	423,237	110,903
Discontinued Operations	106,949	3,932	11,921	(7,989)	267,637	126,271	7,429
	$1,372,877	$199,804	$140,929	$ 58,875	$2,758,425	$549,508	$118,332

Other includes parent company and corporate intercompany elimination items, the Company's computer and other leasing activities and the investment in unconsolidated insurance operations for 1980.

BUSINESS SEGMENT AND GEOGRAPHIC DATA (Continued)

Geographic Data (In thousands)	Revenues	Pretax Income (Loss)	Identifiable Assets
1982			
United States	$1,366,445	$(161,554)	$2,096,310
Canada	47,320	10,240	178,444
Other Foreign	32,243	(6,134)	95,320
	$1,446,008	$(157,448)	$2,370,074
1981			
United States	$1,444,255	$ (30,555)	$2,218,459
Canada	50,938	17,927	218,724
Other Foreign	49,893	6,579	109,239
	$1,545,086	$ (6,049)	$2,546,422
1980			
United States	$1,174,839	$ 47,378	$2,204,549
Canada	43,892	14,826	167,254
Other Foreign	47,197	4,660	118,985
	$1,265,928	$ 66,864	$2,490,788

The accounts of foreign subsidiaries and other accounts denominated in foreign currencies are translated into United States dollars in accordance with Statement of Financial Accounting Standards (SFAS) No. 8. Translation gains were $19,763,000 in 1982, $3,180,000 in 1981 and $2,312,000 in 1980.

In December 1981, the Financial Accounting Standards Board issued SFAS No. 52 "Foreign Currency Translation". This Statement, which must be adopted effective January 1, 1983, replaces SFAS No. 8, "Accounting for the Translation of Foreign Currency Transactions and Foreign Currency Financial Statements." The principal change under this new accounting method is to translate balance sheet accounts of certain foreign entities at current exchange rates rather than a combination of current and historical exchange rates as is the method under SFAS No. 8. In addition, the translation adjustments after the application of the new rules are to be recorded as an adjustment to stockholders' equity rather than an adjustment to current period income.

Provision for federal income taxes has not been made on undistributed earnings relating to the Company's foreign subsidiaries aggregating $60,038,000 at December 31, 1982, because these earnings are considered indefinitely reinvested in these operations and not available for dividend payments.

THE COMPANY AS LESSOR

The leasing operations consist principally of the leasing of railcars. Substantially all of the equipment is leased to third parties under operating leases. In addition, the Company has entered into certain lease arrangements which are accounted for as finance leases.

Operating Leases

Equipment used in operations (classified as property, plant and equipment) includes equipment held for lease as follows (in thousands):

	Cost	Accumulated Depreciation	Net Book Value
December 31, 1982			
Railcars	$1,114,933	$311,768	$803,165
Computers	83,432	77,576	5,856
Other	12,307	2,266	10,041
	$1,210,672	$391,610	$819,062
December 31, 1981			
Railcars	$1,067,474	$281,297	$786,177
Aircraft	73,008	16,934	56,074
Computers	115,158	89,850	25,308
Other	13,007	1,974	11,033
	$1,268,647	$390,055	$878,592

In 1982 and 1981, the Company recognized pretax write-downs of approximately $11,500,000 and $14,200,000 related to the carrying value of computer and other equipment as a result of evaluating changes in market and rental conditions.

Finance Leases

The components of the net investment in finance and other leases at December 31 are as follows (in thousands):

	1982	1981
Lease payments receivable (includes $18,103 in 1982 and $35,525 in 1981 due within one year)	$123,837	$186,365
Estimated unguaranteed residual value of leased equipment	12,544	17,107
Less—estimated executory costs	(8,900)	(8,993)
unearned income	(53,640)	(75,155)
allowance for uncollectible amounts	(1,114)	(3,072)
Net investment in finance leases	72,727	116,252
Other leases	3,551	3,587
Net investment in finance and other leases	$ 76,278	$119,839

The Company periodically evaluates the estimated unguaranteed residual value of leased equipment and adjusts the balance to reflect adverse changes in rental and economic conditions.

Minimum Future Lease Receivables

At December 31, 1982, minimum future lease receivables from non-cancellable operating leases and finance leases are as follows (in thousands):

	Operating Leases	Finance Leases
1983	$128,101	$ 18,103
1984	87,995	13,825
1985	61,251	11,516
1986	46,646	10,254
1987	33,947	9,890
Later Years	58,551	60,249
Total minimum future lease receivables	$416,491	$123,837

SHORT-TERM DEBT

The Company borrows short-term funds periodically under uncommitted arrangements with a number of banks. The short-term lines at December 31, 1982, amounted to $20.0 million all of which was borrowed. The short-term lines at December 31, 1981 amounted to $204.6 million of which $129.8 million was borrowed. Of the $129.8 million borrowed at December 31, 1981, $124.0 million was classified as long-term obligations because such amounts were expected to be refinanced under existing long-term committed revolving credit agreements. During 1982, the banks did not renew most of the short-term lines, and, as a result, the Company had to use long-term committed revolving credit agreements to repay most of the outstanding short-term borrowings. As of December 31, 1982, the Company has used all of its available committed and uncommitted bank facilities and accordingly has not reclassified any short-term borrowings to long-term obligations.

The average month-end balances of aggregate short-term borrowings were $81,279,000 in 1982 and $139,085,000 in 1981 at weighted average interest rates of 15.3% and 18.3%. Maximum total month-end borrowings in 1982 and 1981 were $164,153,000 and $210,885,000. The weighted average interest rates of total short-term debt outstanding at December 31, 1982 and 1981 were 12.7% and 15.8%.

32 LONG-TERM DEBT

The outstanding balance of long-term debt under existing terms at December 31 is as follows (in thousands):

	1982	1981
Notes Payable and Equipment Obligations		
Tiger International, Inc.		
Variable rate (subject to a 10% maximum rate) notes payable to banks, repaid January 1983	$ 7,516	$ 12,526
11½% Debentures, due 1995, net of imputed interest	48,883	48,594
Subsidiaries		
5½% to 15% equipment obligations and trust certificates scheduled to mature serially 1983 to 2005 (average rate 10.0% in 1982)	522,690	595,791
5¾% to 16.6% notes payable due 1983 to 2000 (average rate 10.3% in 1982)	237,772	292,759
Variable rate revolving credit agreements (average rate 12.6% in 1982)	234,500	110,918
Variable rate notes payable due 1983 to 1989 (average rate 13.1% in 1982)	188,548	58,677
Short-term borrowings classified as long-term (see above)	—	124,000
	1,239,909	1,243,265
Less current portion (exclusive of $51,951 in 1982 and $76,607 in 1981 to be paid from finance and long-term operating leases)	88,551	49,665
	$1,151,358	$1,193,600

	1982	1981
Subordinated Debt		
Tiger International, Inc.		
8⅝% Convertible Subordinated Debentures, due 2005	$ 60,000	$ 60,000
Subsidiaries (net of imputed interest)		
5% Convertible Subordinated Debentures, due to 1986	8,966	11,118
5¼% Subordinated Debentures, due to 1988	1,530	1,506
9¼% Subordinated Debentures, due to 1992	8,733	9,819
	79,229	82,443
Less current portion	3,168	3,585
	$ 76,061	$ 78,858

Tiger International, Inc. (Parent)

At December 31, 1982, Tiger was not in compliance with certain covenants of the variable rate notes payable to banks. On January 3, 1982, Tiger paid a scheduled quarterly installment in the amount of $1,253,000 and later in January 1983 repaid the remaining balance. In addition to the notes payable, Tiger had a receivable from the banks resulting from paying interest in excess of the 10% maximum interest rate. The loan was repaid through a combination of cash and settlement of the excess interest receivable.

At December 31, 1982, Tiger's $40,000,000 unsecured credit agreement with a group of banks expired as there were no borrowings outstanding.

The 11½% Debentures, $52.5 million in aggregate principal, which were issued in connection with the acquisition of Seaboard World Airlines. As a mandatory sinking fund for the retirement of the debentures, the Company is required to deposit prior to October 1 in each year, commencing in 1986 and ending in 1994, an amount not less than 10% of the aggregate amount of debentures outstanding at October 1, 1986. The Company may deliver previously purchased debentures and apply as a credit debentures which have been redeemed at the election of the Company or optional sinking fund payments in satisfaction of all or part of such mandatory sinking fund payment requirement.

The $60 million of 8⅝% Convertible Subordinated Debentures, due in 2005, are convertible into common stock at an adjusted price of $31 per share and are redeemable at a premium at any time at the option of the Company. As a mandatory sinking fund for the retirement of the debentures, the Company is required to deposit prior to July 1 in each year, commencing in 1990 and ending in 2004, an amount sufficient to redeem not less than $3,000,000 and not more than $6,000,000 principal amount of debentures. The Company may deliver previously purchased debentures and apply as a credit debentures which have been redeemed either at the election of the Company or optional sinking fund payments in satisfaction of all or part of such mandatory sinking fund payment requirement.

In the past Tiger International has received funds from its subsidiaries to meet its cash requirements. In connection with the rescheduling of debt maturities currently in process, Tiger is negotiating provisions with each operating company lender committee to allow funds to be transferred to Tiger to meet its cash requirements. The success of these negotiations is not currently predictable. See note on page 50 concerning other restrictions on transfers of funds to the parent.

Subsidiaries

Tiger subsidiaries have revolving lines of credit with various banks totaling $234.5 million, all of which was borrowed at December 31, 1982. The terms of these revolving credit lines provide for interest based on the prime rate. Commitment fees ranging from .25% to .50% per annum are paid on the unused portions of these credit lines.

The $8.9 million of 5% Convertible Subordinated Debentures, due 1986, was assumed in connection with the acquisition of Seaboard and requires annual redemptions of $2.6 million from 1983 through 1985 and $1.95 million in 1986. Each $1,000 principal amount of these debentures is convertible into $500 principal amount of the Company's 11½% debentures and 12 shares of the Company's common stock.

At the time of acquisition, Dohrn Transfer was not in compliance with certain technical financial provisions of debt arrangements. The aggregate principal amounts outstanding under these arrangements is approximately $12,400,000 at December 31, 1982 which has been classified as current liabilities in the accompanying consolidated balance sheet. The Company is currently renegotiating these loans. The renegotiation is expected to be finalized shortly.

Scheduled Maturities

Principal scheduled maturities under presently existing terms of long-term debt, including sinking fund requirements for debentures and capital lease obligations (described in the Commitments note) are as follows (in thousands):

Year	Long-Term Debt	Capital Lease Obligations	Total
1983	$143,670	$ 31,687	$175,357
1984	154,341	27,216	181,557
1985	159,544	21,727	181,271
1986	132,141	19,072	151,213
1987	154,532	19,313	173,845
Later Years	574,910	305,943	880,853
Total	$1,319,138	$424,958	$1,744,096

Restrictions on Cash, Dividend Payments and Assets Secured by Debt

Certain lines of credit are covered by agreements which restrict borrowings and cash payment of dividends. In addition, certain lines require the maintenance of compensating balances or fees to be paid in lieu of maintaining compensating balances. At December 31, 1982 approximately $13,258,000 of cash, which is not subject to restrictions on withdrawals, was available to meet minimum cash balance requirements. During 1982 $739,000 was paid to the banks for fees in lieu of maintaining compensating balances. At December 31, 1982, under the most restrictive of the agreements, all retained earnings were restricted and Tiger may not declare or pay cash dividends to stockholders. At December 31, 1982 substantially all long-term assets and $80,000,000 of trade receivables were encumbered by debt.

COMMITMENTS

Leases

At December 31, 1982 the Company was lessee under long-term leases on aircraft and engines, railcar equipment, facilities and other equipment. These leases extend for varying periods through 2019. There are renewal and fair market value purchase

COMMITMENTS (Continued)

options on the leased equipment and facilities. Rentals during the renewal option periods are generally at rates that are as favorable as for the initial lease periods. Under most equipment leases, the Company is obligated for the cost of maintaining and operating the equipment.

Capital Leases:
Property, plant and equipment recorded as assets under capital leases at December 31 are as follows:

(in thousands)	1982	1981
Equipment used in operations:		
Equipment for lease or under lease	$137,926	$168,663
Equipment used in air cargo operations	367,510	367,510
Equipment used in trucking operations	7,589	7,589
Buildings and leasehold improvements	8,601	5,419
	521,626	549,181
Less accumulated amortization	(169,097)	(149,930)
	$352,529	$399,251

Operating Leases:
Total rental expense, net of sublease rentals, for all operating leases with lease terms in excess of one month for the years ended December 31, 1982, 1981 and 1980 was $46,180,000, $37,938,000 and $30,620,000.

Scheduled Minimum Future Lease Payments:
At December 31, 1982, scheduled minimum future lease payments due under capital leases and non-cancellable operating leases having initial or remaining terms of one year or more are as follows:

(in thousands)	Capital Leases	Operating Leases
1983	$ 67,202	$ 37,742
1984	60,403	30,180
1985	52,171	24,285
1986	49,812	19,419
1987	48,334	16,369
Later Years	544,919	189,851
Total minimum lease payments	822,841	$317,846
Less amount representing interest	(397,883)	
Present value of net minimum future lease payments	424,958	
Less current portion (exclusive of $6,572 to be paid from finance and long-term operating leases)	(25,115)	
Long-term capital lease obligations	$399,843	

Purchase Commitments

At December 31, 1982, the Company had long-term commitments to purchase approximately $8,000,000 of railcar equipment. In addition, the Company is committed to re-engine a portion of its fleet of DC-8 aircraft at a total estimated cost of approximately $180,000,000 to be incurred from 1983 to 1984.

Guarantees

At December 31, 1982, the Company was contingently liable under outstanding guarantees for indebtedness and lease obligations of $72,670,000 which will be fully amortized during the period 1983 to 2010. The guarantees relate to construction of facilities, equipment sold and leases arranged for others which are financed by third parties. In addition, the Company has agreed to purchase certain residual values of various equipment from the lessors at the lessors' option for $16,429,000 at December 31, 1982. The Company has also guaranteed to lessors certain future lease obligations of lessees amounting to $4,178,000 at December 31, 1982.

CAPITAL STOCK

Common Stock

At December 31, 1982 the Company had reserved the following number of shares of common stock for possible future issuance:

Key Employees Incentive Stock Option Plan	750,000
Conversion of Convertible Subordinated Debentures	2,390,000
	3,140,000

Stock Option, Stock Purchase and Executive Incentive Plans

During 1981, the stockholders approved a Key Employees Incentive Stock Option Plan under which options may be granted covering no more than 750,000 shares of common stock. The option price is the market value at date of grant. The options are exercisable from 1983 to 1991.

A summary of changes in stock options for the two years ended December 31, 1982 is as follows:

	Number of Shares	Option Price Per Share
Outstanding at January 1, 1981	—	$ —
Granted	445,700	12.375
Exercised	—	—
Cancelled or expired	—	—
Outstanding at December 31, 1981	445,700	12.375
Granted	33,125	14.125
Exercised	—	—
Cancelled or expired	57,100	12.375
Outstanding at December 31, 1982	421,725	$12.51

The aggregate purchase price of shares subject to outstanding options was $5,277,000 at December 31, 1982 and $5,516,000 at December 31, 1981.

Pursuant to action of the Compensation Committee of the Board of Directors, the Company rescinded certain executive stock purchase agreements under which certain executives were obligated and entitled to purchase from the Company shares of its Common Stock.

The Company has a discretionary Executive Incentive Plan, approved by the stockholders in 1976. The amounts awarded (60% in stock and 40% in cash) under the plan were $1,472,000 in 1980; no amounts were awarded for 1982 and 1981. Shares awarded under the plan cannot be sold, hypothecated, or pledged for a period of five years from date of grant.

Minority Redeemable Preferred Stock

At December 31, 1982, North American Car Corporation had authorized 200,000 shares of $3 Cumulative Preferred Stock at a $50 per share stated value. At December 31, 1982, 111,738 shares were outstanding and held by minority interests. Retirement of the outstanding preferred shares is required at a rate of 8,000 shares per year. In addition the shares are redeemable at any time by North American at the stated value per share.

CONTINGENCIES AND LEGAL ACTIONS

Flying Tigers is currently negotiating a new contract with one of its employee unions which expired in April 1982. The negotiations are expected to be completed in the next several months and there has been no interruption of employee services during this period.

In addition, in the ordinary course of its business, Tiger and its subsidiaries become involved as defendants in various legal proceedings. It is the opinion of management, based upon the advice of its counsel, that the ultimate disposition of pending legal proceedings will not be material in relation to Tiger's consolidated financial position.

RETIREMENT PLANS

The Company maintains retirement plans for substantially all of its union and non-union employees. The total employer cost for all pension plans was $24,775,000 in 1982, $25,594,000 in 1981 and $25,164,000 in 1980. Of these amounts, $18,877,000 in 1982, $20,177,000 in 1981 and $19,842,000 in 1980 was for union employee plans.

The Company's policy is to fund part of the pension costs accrued in the year in which they are accrued and the remainder in the following year. In 1982, however, the Company funded an amount that was $5,221,000 less than the 1981 accrual. Although the amount funded was less than costs accrued, it was sufficient to meet the minimum funding requirements under ERISA.

In 1982, the Company also changed certain assumptions which decreased the level of pension costs by $995,000. These changes included an increase in the actuarial rate of interest from 6% to 7.5% for one of its pension plans. The level of pension costs was further reduced by $600,000 due to the termination of a subsidiary pension plan which had assets in excess of liabilities. The excess assets were used to offset pension costs accrued for this plan in 1982.

The following table summarizes accumulated plan benefit information and plan net assets for the Company's retirement plans as of the date of the most recent valuations. Excluded from the table are amounts related to multi-employer plans for certain of the Company's union employees and, as of January 1, 1982, plan benefit information for pension plans terminated in 1982. Additionally, the 1981 figures have been restated to reflect the value of annuities which are funded through insurance contracts.

RETIREMENT PLANS (Continued)

Estimated assumed rates of return used by consulting actuaries were between 4.0% and 10.5% in 1982 and between 4.0% and 9.25% in 1981.

(In thousands)	As of January 1 1982	1981
Actuarial present value of accumulated plan benefits		
Vested	$154,403	$153,417
Non-vested	28,257	21,796
	$182,660	$175,213
Net plan assets including Company balance sheet accruals for benefits	$184,122	$178,608

During 1980, legislation was enacted by Congress which substantially increased employer pension liabilities related to multiemployer union plans. During 1981, union pension plan administrators advised companies of the formula to be applied in estimating the effect of vested benefits associated with multiemployer plans. The legislation had the effect of substantially increasing pension plan vested benefits related to Tiger's trucking companies and had specific requirements for funding upon plan termination and company withdrawal.

The increased employer responsibilities under the 1980 Multiemployer Pension Plan Amendment Act are currently being litigated in the courts. In addition, legislation has been introduced to limit the liabilities imposed by the Act. As a result of the litigation in process and legislative amendments currently proposed, no amounts have been accrued for potential vested benefits for such union plans related to Dohrn Transfer for periods prior to the acquisition by the Company. In the event the legislative amendments and pending litigation are unsuccessful, liabilities, net of taxes, will be adjusted for the vested benefits assumed in the Dohrn acquisition with a corresponding increase in goodwill.

Based on the limited information provided, the Company's share of unfunded vested retirement benefits for multiemployer plans for certain Company union employees is believed to approximate $36,000,000 in 1982 and $40,000,000 in 1981. Information with respect to the plans' non-vested retirement benefits and the fund assets pertaining to these benefits is not currently available from the plans' administrators.

INCOME TAXES

The provisions (benefit) for income taxes for continuing operations for the years ended December 31, are summarized as follows:

(in thousands):	1982	1981	1980
Current			
United States	$ —	$ (5,083)	$ —
Foreign	71	3,791	1,652
State	130	475	1,269
	201	(817)	2,921
Deferred			
United States	(69,522)	(13,815)	6,174
Foreign	10,149	9,868	7,256
State	72	1,664	3,649
	(59,301)	(2,283)	17,079
Income Tax Provision (Benefit)	$(59,100)	$ (3,100)	$20,000

The income tax provision differs from the amount computed using the United States federal income tax rate. A reconciliation between this rate and the income tax provision (benefit) is as follows:

	1982	1981	1980
United States federal income tax rate (benefit)	(46.0)%	(46.0)%	46.0%
Investment tax credits	—	(237.8)	(20.1)
Capital gains rate on sale of real estate investment	—	—	(2.8)
Foreign taxes	2.2	49.3	.5
Permanent differences between book and tax income	2.3	115.2	1.7
Book losses not benefitted	3.5	—	—
State income taxes, net of federal tax benefit, and other	.5	68.1	4.6
Income tax provision (benefit) effective rate	(37.5)%	(51.2)%	29.9%

The tax effect of timing differences resulting from recognition of amounts in different periods for financial reporting purposes and for tax reporting purposes is as follows:

(in thousands)	1981	1980
Excess of tax over book depreciation	$ 28,472	$ 30,300
Differences in tax and book basis on disposal of assets	(4,108)	6,438
Excess book gain on sale of tax benefits	8,169	—
Differing tax treatment for leases	1,214	865
Differences in interest capitalized for tax and book purposes	1,793	—
Investment and foreign tax credits	(18,461)	(14,312)
Investment tax credits utilized	236	—
Tax net operating losses	(34,293)	(7,638)
Other, net	14,695	1,426
	$ (2,283)	$ 17,079

The principal timing differences in 1982 relate to depreciation, differing treatment for leases and the recognition of various other income and expense items in different financial reporting and tax years.

Substantially all tax benefit associated with operating losses has been recognized for financial reporting purposes as of December 31, 1982 through the reversal of substantially all available domestic deferred income taxes not previously reduced by tax credits.

The Company has approximately $94,000,000 of investment tax credit carryforwards available to reduce future federal and foreign income taxes of which $75,600,000 has been applied as a reduction of the deferred income tax account.

At December 31, 1982, the Company has net operating loss carryforwards of $330,000,000, of which approximately $68,000,000 has not been recorded for financial reporting purposes including amounts from discontinued operations.

Foreign tax credits available to offset 1982, and future years' federal income taxes aggregate $6,000,000, which if not utilized will be included in federal income tax provisions in future years.

The net operating loss and tax credits expire for tax reporting purposes as follows (in thousands):

Year of Expiration	Net Operating Loss	Foreign Tax Credits	Investment Tax Credits
1984	$ —	$ —	$ 130
1985	—	1,776	1,209
1986	—	2,969	523
1987	—	1,255	97
1988 through 1992	78	—	23,574
1993 through 1997	329,922	—	68,467
	$330,000	$6,000	$94,000

Included in the tax net operating loss and investment tax credit carryforwards are approximately $24,000,000 and $15,000,000 respectively which were acquired in connection with the 1981 and 1980 acquisitions. To the extent such carryforwards are utilized in the future the goodwill acquired will be reduced to reflect realization of the tax benefits acquired.

The Company's federal income tax returns for the years 1977 and 1978 have been examined, and certain adjustments have been proposed by the Internal Revenue Service. Federal income tax returns for the years 1979 through 1981 are currently being examined. In the opinion of management, adequate provision has been made for all income tax liabilities.

DETAILS OF CERTAIN ACCOUNTS

Supplemental Consolidated Balance Sheet Information

	December 31 1982	1981
	(In thousands)	
Receivables		
Trade	$180,026	$245,727
Federal income tax receivable	335	5,083
Other	16,266	26,397
Less allowance for doubtful accounts and revenue adjustments	(19,695)	(23,717)
Receivables, net	$176,932	$253,490
Inventories		
Maintenance parts	$ 28,821	$ 31,215
Railcar repair and assembly parts	42,054	48,552
Equipment held for sale	—	45,521
Inventories	$ 70,875	$125,288
Accounts Payable and Accrued Liabilities		
Accounts payable	$109,339	$147,872
Accrued liabilties		
Payroll	13,783	14,698
Vacations	20,498	21,690
Interest	35,491	34,120
Income taxes	1,356	3,076
Taxes other than payroll and income taxes	11,841	8,943
Pensions	11,172	10,554
Other	57,727	49,379
Accounts Payable and Accrued Liabilities	$261,207	$290,332

Supplemental Consolidated Statement of Operations Information

	For the Years Ended December 31 1982	1981	1980
	(In thousands)		
Maintenance and repairs	$128,174	$141,647	$125,374
Taxes other than payroll and income taxes	$ 15,452	$ 17,255	$ 11,365
Amortization of cost in excess of fair value of acquired businesses	$ 2,563	$ 2,412	$ 800

REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS

To the Board of Directors and Stockholders of Tiger International, Inc.:

We have examined the consolidated balance sheet of TIGER INTERNATIONAL, INC. (a Delaware corporation) and subsidiaries as of December 31, 1982 and 1981, and the related consolidated statements of operations, stockholders' equity and changes in financial position for the years ended December 31, 1982, 1981 and 1980. Our examinations were made in accordance with generally accepted auditing standards and, accordingly, included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

As shown in the consolidated financial statements, Tiger International, Inc. and subsidiaries incurred a net loss of $136,223,000 during the year ended December 31, 1982 and as of that date, the Company's current liabilities exceeded its current assets by $40,842,000. As discussed in notes to the consolidated financial statements, the Company on February 14, 1983 suspended payment on certain of its non-public debt, is in default thereon, and is negotiating new payment terms and additional financing with lenders. A significant factor that may have an important effect upon the future operations of the Company is the outcome of these negotiations. Recovery of the Company's investment in non-current assets is dependent upon the success of its future operations and the classification of liabilities is dependent upon the outcome of its negotiations with the lenders.

In our opinion, subject to the effects on the financial statements as of December 31, 1982 and for the year then ended of such adjustments, if any, as might have been required had the outcome of the uncertainties about the recoverability of recorded asset amounts and classification of liabilities referred to in the preceding paragraph been known, the financial statements referred to above present fairly the consolidated financial position of Tiger International, Inc. and subsidiaries as of December 31, 1982 and 1981 and the results of their operations and the changes in their financial position for the years ended December 31, 1982, 1981 and 1980 in conformity with generally accepted accounting principles applied on a consistent basis.

ARTHUR ANDERSEN & CO.

Los Angeles, California,
March 30, 1983.

SELECTED FINANCIAL DATA ADJUSTED FOR EFFECTS OF INFLATION (UNAUDITED)

Background
Financial statements of business enterprises, prepared in accordance with generally accepted accounting principles, present amounts reflecting costs in historical dollars. During times of significant and continued inflation, historical dollars do not reflect the cumulative effects of increasing prices and changes in the purchasing power of the dollar. To assist readers of financial statements in assessing this impact, the Financial Accounting Standards Board (FASB) issued SFAS No. 33 "Financial Reporting and Changing Prices." This statement requires disclosure of historical financial statements adjusted for inflation under two different methods for measuring the effects of changing prices—Constant Dollar and Current Cost. The information which follows complies with the requirements of SFAS No. 33. It is intended as an experiment to provide certain measurements of the effects of inflation on the Company's operations.

Methods of Measuring Effects of Changing Prices
Constant Dollar: The constant dollar approach attempts to measure the effects of general inflation by expressing all revenues and expenses in dollars of equivalent purchasing power (i.e. constant dollars). Specifically, historical costs are restated to the average purchasing power of the dollar for the year 1982. This is accomplished by using the Consumer Price Index for all urban consumers which is a broad-based measure of the general inflation rate.
Current Cost: The current cost approach adjusts historical costs of specific assets to the cost of purchasing or replacing them during 1982. This method is an attempt to measure the effect of specific price changes on a business enterprise. However, this rate of increase would not, except by coincidence, be the same rate of increase reflected by the change in the Consumer Price Index used in the constant dollar approach. The Consumer Price Index encompasses a wide range of commodities and is not necessarily representative of cost trends for specific services or assets of a business enterprise.

The methods used by the Company to adjust historical financial data in accordance with the constant dollar and current cost approaches are discussed below.

Comments on Statement of Operations and Selected Financial Data Adjusted for the Effects of Changing Prices
In the inflation adjusted financial information appearing on pages 41 and 42 for both the constant dollar and current cost methods, revenues and other operating expenses have not been adjusted because they generally reflect the average price levels for the year. However, depreciation expense and the inventory component of cost of sales have been adjusted in arriving at adjusted net loss amounts. Depreciation expense has been recomputed utilizing the same lives and depreciation methods as in the historical financial statements, to reflect the cost of the Company's property, plant and equipment adjusted separately for changes in general purchasing power (constant dollar) and changes in specific prices (current cost). The adjustments to cost of sales are intended to reflect separately the increases in general purchasing power (constant dollar) and specific prices (current cost) that would have resulted if inventories were valued at the 1982 costs when sold.

In the accompanying inflation adjusted statements, current cost of property, plant and equipment and inventories was determined by use of a combination of applicable indices and direct pricing. For the most part the current cost represents replacement in-place and in-kind. No consideration has been given to making improvements or installing different types of replacement assets. The current costs used, while believed reasonable, are subjective. They do not necessarily represent amounts for which the assets could be sold or independently appraised nor do they represent the costs which would be incurred in replacing such assets. The cumulative upward adjustment of property, plant and equipment has caused an adjustment in depreciation expense which increased consolidated net loss.

Depreciation expense is greater when adjusted for general inflation than when adjusted for changes in specific prices. The difference reflects the Consumer Price Index (general inflation) rising faster than the increase of current costs over the last several years for the type of property, plant and equipment used in the Company's various businesses.

Under current federal and local tax laws increases in expenses due to constant dollar and current cost adjustments are not deductible. Therefore, the income tax benefit was not restated.

Monetary assets represent money or a claim to receive money without reference to future changes in prices. Similarly a monetary liability represents an obligation to pay a sum of money which is fixed or determinable without reference to changes in future prices. Holding a monetary asset during periods of inflation results in a decline in the value of the asset since the dollar loses purchasing power when it is held. Conversely, holders of monetary liabilities benefit during inflationary periods because less purchasing power is required to satisfy future obligations when they can be paid with less valuable dollars.

The FASB does not permit any gain or loss resulting from a net monetary liability or asset position to be included in adjusted results of operations. Instead it is treated as an unrealized gain or loss and shown separately as "Gain From Decline in Purchasing Power of Net Amounts Owed" in the accompanying adjusted financial statements on page 42.

Conversely, the FASB does require that the effects of inflation on non-monetary assets (i.e. adjustments resulting from the restatement of inventories and property, plant and equipment) be included in the adjusted results of operations.

Tiger has financed substantially all of its fixed assets with long-term debt, in order to hedge against the impact of inflation on depreciation and interest expense. Therefore, Tiger believes that the adjustments for depreciation expense and cost of sales alone do not adequately portray the effects of inflation adjustments prescribed by the FASB, and is therefore presenting two inflation adjusted presentations—one as defined by SFAS No. 33 and the other as defined by the Company. The Company's inflation adjusted statement of operations includes a $30.1 million reduction in depreciation and interest expense, net of applicable income taxes, representing that portion of the total unrealized purchasing power gain attributable to capital assets financed by long-term indebtedness.

In the opinion of management the accompanying Statement of Operations Adjusted for Changing Prices on a Current Cost basis is more indicative of the effects of inflation on the Company than is the Statement of Operations Adjusted for General Inflation on the Constant Dollar basis. This again is due to the fact that the Consumer Price Index used in constant dollar computations is a broad-based measure averaging the price changes of various commodities (i.e. Food and Housing) which may not be germane to Tiger's business.

The reader is further cautioned against applying too much meaning to the absolute value of elements shown on the adjusted financial statements for any one year. Restating historically reported financial statement elements in terms of current dollars is similar to the theory behind reporting income adjusted for changing price. Hence, it is highly probable that the adjusted value of an item in one year will be valued differently in a subsequent period. Management believes that the data would be most meaningful to analyze trends.

It should also be noted that implementation of the current cost approach has the effect of increasing historical net loss by the amounts that would be incurred should non-monetary operating assets be replaced at a given point in time. As mentioned above, the amount of this adjustment would be determined by the current replacement cost of the non-monetary asset. These costs are estimated and have no foundation in actual transactions. The effects of specific contract terms such as to the timing and financing of purchases are ignored. It also ignores the possibility of increases in revenues which would offset increases in the cost of fixed assets.

STATEMENT OF OPERATIONS ADJUSTED FOR CHANGING PRICES (Unaudited)

Tiger International, Inc. and Subsidiaries

For the Year Ended December 31, 1982 (In thousands)	Historical Financial Statements	Adjusted for Constant Dollar	Adjusted for Current Cost
Revenues	$1,446,008	$1,446,008	$1,446,008
Cost and Expenses			
Costs of operations	1,095,729	1,096,822	1,095,729
Selling, general and administrative	173,179	173,179	173,179
Depreciation and amortization	150,621	246,877	213,833
Interest, net	183,927	183,927	183,927
Income tax benefit	(59,100)	(59,100)	(59,100)
	1,544,356	1,641,705	1,607,568
Net loss as defined by SFAS No. 33	(98,348)	(195,697)	(161,560)
Decrease in depreciation and interest expense, net of applicable income taxes, from decline in purchasing power of net monetary liabilities		30,095	30,095
Net loss adjusted for decrease in depreciation and interest expense	$ (98,348)	$ (165,602)	$ (131,465)
Other Supplementary Information			
Increase in property, plant and equipment and inventories in 1982 based on constant dollars			$ 102,000
Decrease in property, plant and equipment and inventories in 1982 based on current costs			(48,000)
Excess in constant dollars over current costs in 1982			$ 150,000
Current cost of net property, plant and equipment at December 31, 1982			$2,425,000
Current cost of inventory December 31, 1982			$ 71,000

FIVE-YEAR COMPARISON OF SELECTED FINANCIAL DATA ADJUSTED FOR EFFECTS OF CHANGING PRICES STATED IN 1982 DOLLARS (Unaudited)

(In thousands except per share data and index)	1982	1981	1980	1979	1978
	For the Years Ended December 31				
Revenues	$1,446,008	$1,639,810	$1,482,900	$1,009,306	$948,668
Constant dollar information					
As defined by SFAS No. 33					
Net loss	(195,697)	(92,250)	(8,786)	(8,020)	
Net loss per common share	(11.56)	(5.43)	(.56)	(.56)	
As defined by Tiger					
Net income (loss)	(165,602)	(19,633)	77,429	67,160	
Net income (loss) per common share	(9.78)	(1.15)	4.90	4.66	
Net assets at year end	1,554,000	1,388,000	1,368,000	1,200,000	
Current cost information					
As defined by SFAS No. 33					
Net income (loss)	(161,560)	(59,177)	12,111	2,341	
Net income (loss) per common share	(9.54)	(3.48)	.77	.16	
As defined by Tiger					
Net income (loss)	(131,465)	13,440	98,326	77,520	
Net income (loss) per common share	(7.76)	.79	6.22	5.38	
Excess in constant dollar over current costs	150,000	66,000	108,000	1,400	
Net assets at year end	1,385,000	1,333,000	1,282,000	1,094,000	
Gain from decline in purchasing power of net amounts owed	51,000	151,000	171,000	134,000	
Cash dividends declared per common share	—	.72	.93	1.06	.88
Market price per common share at year end	8.50	14.33	26.01	23.90	34.74
Average consumer price index (base year 1967 = 100)	289.1	272.4	246.8	217.4	195.4

SELECTED QUARTERLY FINANCIAL DATA (Unaudited)

Tiger International, Inc. and Subsidiaries

	Quarter Ended			
	March 31	June 30	September 30	December 31
	(In thousands except per share data)			
1982				
Revenues	$336,255	$357,555	$366,485	$385,713
Loss From Continuing Operations	$ (22,836)	$ (7,313)	$ (18,107)	$ (50,092)
Loss From Discontinued Operations	(1,201)	(2,394)	(2,037)	(32,243)
Net Loss	$ (24,037)	$ (9,707)	$ (20,144)	$ (82,335)
Loss Per Share—				
Continuing	$ (1.35)	$ (.43)	$ (1.07)	$ (2.96)
Discontinued	(.07)	(.14)	(.12)	(1.90)
Total	$ (1.42)	$ (.57)	$ (1.19)	$ (4.86)
1981				
Revenues	$357,093	$387,205	$383,326	$417,462
Income (Loss) From Continuing Operations	$ 12,207	$ 14,858	$ (16,529)	$ (13,485)
Loss From Discontinued Operations	(1,454)	(1,625)	(1,971)	(8,614)
Net Income (Loss)	$ 10,753	$ 13,233	$ (18,500)	$ (22,099)
Earnings (Loss) Per Share—				
Continuing	$ .71	$ .87	$ (.97)	$ (.79)
Discontinued	(.08)	(.09)	(.12)	(.51)
Total	$ .63	$ .78	$ (1.09)	$ (1.30)
1980				
Revenues	$252,618	$297,803	$309,566	$405,941
Income From Continuing Operations	$ 11,011	$ 3,865	$ 11,908	$ 20,080
Loss From Discontinued Operations	(576)	(638)	(678)	(2,597)
Net Income	$ 10,435	$ 3,227	$ 11,230	$ 17,483
Earnings (Loss) Per Share—				
Continuing	$ .74	$ .25	$ .76	$ 1.18
Discontinued	(.04)	(.04)	(.04)	(.15)
Total	$ .70	$ .21	$ .72	$ 1.03

The seasonal fluctuations in the transportation business and fluctuations in foreign exchange rates are reflected in the above summary. The fourth quarter of 1980 includes a $15,000,000 pre-tax gain on the sale of a real estate partnership interest.

The first quarter of 1981 includes a pretax gain of $5,850,000 from the sale of the insurance operations and a pretax gain of $12,946,000 from the sale of a Boeing 747-100 freighter. The second quarter of 1981 includes a pretax gain of $22,436,000 from the sale of two Boeing 747-100 freighters. The third quarter of 1981 includes a pretax gain of $4,500,000 from the sale of tax and depreciation benefits. The fourth quarter of 1981 includes $14,200,000 in pretax gain from the sale of tax and depreciation benefits and a pretax loss of $22,700,000 due to the write down of certain aircraft and leasing assets.

The first quarter of 1982 includes a pretax gain of $5,300,000 on the sale of tax and depreciation benefits. The second quarter of 1982 includes a pretax gain of $2,327,000 from the sale of the Company's investment in Purolator, Inc. common stock, a $14,000,000 translation gain on yen denominated debt and a pretax gain of $2,950,000 from the sale of tax and depreciation benefits. The third quarter of 1982 Includes a $4,391,000 translation gain on yen denominated debt. The fourth quarter of 1982 includes a gain of $4,792,000 from the sale of three DC-8-73 freighter aircraft, a $5,250,000 gain on the sale of tax and depreciation benefits and a pretax loss of $14,000,000 due to write-down of assets, primarily related to other leasing operations. In addition, the fourth quarter of 1982 includes a $20,000,000 provision related to discontinued operations.

Fully diluted earnings per share for the quarter ended December 31, 1980 amounted to $.95 based upon 19,051,000 shares used for the computation. The fully diluted effect for the quarter ended September 30, 1980 was not significant. The fully diluted earnings per share for the quarter ended March 31, 1981 amounted to $.60 (19,075,000 shares) and for the quarter ended June 30, 1981 amounted to $.73 (19,136,000 shares).

As a result of additional shares issued during 1980 the addition of quarterly earnings per share amounts for those periods will not equal the earnings per share reported for the annual period.

ITEM 9. DISAGREEMENTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

Within the 24 month period prior to the date of Tiger's most recent financial statements, no reports on Form 8-K under the Exchange Act reporting a change of or disagreements with accountants have been filed by Tiger with the SEC.

PART III.

Except as provided under the heading "Executive Officers of the Registrant" following Item 4 of Part 1 hereof, Items 10, 11 and 12 are incorporated by reference to Tiger's definitive proxy statement pursuant to Regulation 14A which will involve the election of directors.

PART IV.

ITEM 13. EXHIBITS, FINANCIAL STATEMENT SCHEDULES AND REPORTS ON FORM 8-K.

(a) Financial Statement Schedules and Exhibits Filed

Financial Statement Schedules	Page
Report of Independent Public Accountants on Financial Statement Schedules Filed	47
Condensed Parent Company Financial Data	48
Schedule V—Property, plant and equipment	51
Schedule VI—Accumulated depreciation and amortization of property, plant and equipment	52
Schedule VIII—Valuation and qualifying accounts and reserves	53

The statements and schedules referred to above should be read in conjunction with the consolidated financial statements and notes thereto included in Part II of this Annual Report on Form 10-K. Schedules not included in this section have been omitted because they are not applicable or the required information is shown in the consolidated financial statements or notes thereto.

Separate financial statements of subsidiaries not consolidated and 50% or less owned persons accounted for by the equity method have been omitted because, if considered in the aggregate, they would not constitute a significant subsidiary.

Exhibits

(3.1) Restated Certificate of Incorporation of Tiger, effective May 20, 1981, filed with the SEC on March 31, 1982 with Tiger's Annual Report on Form 10-K for the fiscal year ended December 31, 1981, is hereby incorporated by reference.

(3.2) By-Laws of Tiger, as amended on January 18, 1982, filed with the SEC on March 31, 1982 with Tiger's Annual Report on Form 10-K for the fiscal year ended December 31, 1981, are hereby incorporated by reference.

(4.1) Indenture, dated as of September 1, 1980, between Tiger and Crocker National Bank, as Trustee, filed as Exhibit 2(b) to Tiger's Form S-16 Registration Statement, Regis. No. 2-68885, filed with the SEC on August 28, 1980, is hereby incorporated by reference.

(4.2) Indenture, dated as of September 1, 1980, between Tiger and Bankers Trust Company, as Trustee, filed as Exhibit 6-2.2 to Tiger's Form S-14 Registration Statement, Regis. No. 2-68788, filed with the SEC on August 11, 1980, is hereby incorporated by reference.

(4.3) First Supplemental Indenture, dated as of September 30, 1980 between Tiger, Seaboard and J. Henry Schroeder Bank and Trust Company, as Trustee, filed as Exhibit 6-25 to Tiger's Form S-14 Registration Statement, Regis. No. 2-68788, with SEC on August 11, 1980 is hereby incorporated by reference.

(10.1) Supplemental Retirement Income Plan dated December 13, 1977, as amended, between Tiger and Wayne M. Hoffman, filed with the SEC on March 23, 1981 with Tiger's annual report on Form 10-K for the fiscal year ended December 31, 1980, is hereby incorporated by reference.

(10.2) Form of Stock Purchase Agreement entered into between Tiger and certain principal executive officers of Tiger, filed with the SEC on March 23, 1981 with Tiger's annual report on Form 10-K for the fiscal year ended December 31, 1980, is hereby incorporated by reference.

(10.3) Executive Incentive Plan, filed with the SEC on March 23, 1981 with Tiger's annual report on Form 10-K for the fiscal year ended December 31, 1980, is hereby incorporated by reference.

(10.4) 1981 Key Employees Stock Option Plan for Tiger and subsidiaries, filed as Exhibit "A" to Tiger's 1981 Proxy Statement, filed with the SEC on April 30, 1981, is hereby incorporated by reference.

(22) List of Subsidiaries.

(25) Powers of Attorney granted by certain of Tiger's directors in favor of certain executive officers of Tiger with respect to Tiger's annual report on Form 10-K for the fiscal year ended December 31, 1982.

(b) Reports on Form 8-K

There were no reports on Form 8-K filed by Tiger with the SEC during the three months ended December 31, 1982.

REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS ON FINANCIAL STATEMENT SCHEDULES FILED

To the Board of Directors and Stockholders of Tiger International, Inc.:

Our examinations of the consolidated financial statements in the Tiger International, Inc. and subsidiaries' annual report to stockholders and filed with this Form 10-K were made for the purpose of forming an opinion on the basic financial statements taken as a whole. Reference is made to our report, included in this Form 10-K, which is qualified with respect to the recoverability of non-current assets and classification of liabilities as of December 31, 1982. The Financial Statement Schedules listed in the index to Item 13 are presented for purposes of complying with the Securities and Exchange Commission's rules and regulations under the Securities Exchange Act of 1934 and are not otherwise a required part of the basic financial statements. These schedules have been subjected to the auditing procedures applied in the examinations of the basic financial statements and, in our opinion, subject to the effect of such adjustments, if any, as might have been required had the outcome of the uncertainties referred to in our report been known, fairly state in all material respects the financial data required to be set forth therein in relation to the basic financial statements taken as a whole.

ARTHUR ANDERSEN & CO.

Los Angeles, California,
March 30, 1983.

CONDENSED STATEMENT OF OPERATIONS AND STATEMENT OF CHANGES IN FINANCIAL POSITION

Tiger International, Inc.
Condensed Parent Company Financial Data

	For the Years Ended December 31 1982	1981	1980
	(In thousands)		
CONDENSED STATEMENT OF OPERATIONS			
Revenues and dividend income (including equity in distributed earnings of consolidated subsidiaries and in 1980 a gain on the sale of a partnership interest)	$ 12,667	$ 20,677	$ 36,370
Costs and expenses:			
General and administrative	14,712	18,561	10,904
Interest expense—external	14,918	14,057	6,313
intercompany	21,848	30,344	23,346
Deferred income tax benefit, net	(20,769)	(35,858)	(4,197)
	30,709	27,104	36,366
Income (loss) before equity in undistributed earnings of subsidiaries	(18,042)	(6,427)	4
Equity in undistributed earnings (losses) of consolidated subsidiaries	(80,306)	3,478	38,367
Equity in undistributed earnings (losses) of unconsolidated subsidiaries	(37,875)	(13,664)	4,004
Net income (loss)	$(136,223)	$ (16,613)	$ 42,375
CONDENSED STATEMENT OF CHANGES IN FINANCIAL POSITION			
Source of Funds			
Net income (loss)	$(136,223)	$ (16,613)	$ 42,375
Equity in undistributed (earnings) losses of subsidiaries	118,181	10,186	(42,371)
Other, net	(19,235)	(29,847)	4,344
Funds provided (used) by operations	(37,277)	(36,274)	4,348
Proceeds from issuance of stock and debt	—	2,538	166,298
Funds Provided (Used)	(37,277)	(33,736)	170,646
Application of Funds			
Payments of long-term debt and notes payable	7,010	7,011	7,011
Cash dividends declared on common stock	—	11,440	13,173
Acquisition of or contribution to subsidiaries' capital	5,300	68,877	97,619
Increase (decrease) in investments, notes, advances and other	(90,246)	(87,448)	39,377
Funds Applied	(77,936)	(120)	157,180
Net increase (decrease) in working capital	$ 40,659	$ (33,616)	$ 13,466

CONDENSED BALANCE SHEET

Tiger International, Inc.
Condensed Parent Company Financial Data
(Continued)

	December 31 1982	1981
	(In thousands)	
Assets		
Cash	$ 25,909	$ 882
Other current assets	5,106	5,884
	31,015	6,766
Investments in subsidiaries:		
The Flying Tiger Line Inc.	281,346	320,138
Tiger Leasing Group, Inc.	337,981	354,094
Hall's Motor Transit Company	34,667	44,079
Warren Transport, Inc.	25,365	28,605
Other	225	1,767
	679,584	748,683
Property, plant and equipment, net	1,709	1,983
Investments and other	1,282	31,104
	$713,590	$788,536
Liabilities and Stockholders' Equity		
Current liabilities	$ 16,301	$ 32,711
Long-term obligations	112,434	116,388
Net payables to subsidiaries:		
The Flying Tiger Line Inc.	75,512	59,560
Tiger Leasing Group, Inc.	233,812	165,008
Hall's Motor Transit Company	(9,613)	1,125
Other	(441)	(7,037)
	299,270	218,656
Deferred credits	1,929	1,141
Stockholders' equity	283,656	419,640
	$713,590	$788,536

Restrictions on the Transfer of Funds From Subsidiaries to the Parent
At December 31, 1982, Warren Transport is free from restrictions limiting dividends and advances to Tiger International. In connection with the debt restructuring process, Tiger International has agreed not to transfer funds from The Flying Tiger Line Inc. and the Tiger Leasing Group subsidiaries.

Cash Dividends Paid to Parent From Consolidated Subsidiaries
During the year ended December 31, 1982 Tiger International received total dividends of $3,400,000, all from Warren Transport Company. During the year ended December 31, 1981 Tiger International received total dividends of $12,600,000, all from Tiger Leasing Group. During the year ended December 31, 1980 Tiger International received dividends of $12,700,000 from Tiger Leasing Group and $1,500,000 from Hall's Motor Transit for a total of $14,200,000 for the year.

Investments in Subsidiaries:
At December 31, 1982 and 1981, the investment in Tiger Leasing Group Inc. includes approximately $133,710,000 and $88,529,000 of deferred tax benefits representing the consolidation offset of deferred income tax credits at North American Car Corporation as a result of filing consolidated tax returns.

In addition, at December 31, 1982, Stockholders' Equity includes treasury shares, at a cost of $490,000, held by an affiliate.

Parent Company Debt
Included in parent company long-term obligations is $48.9 million of 11½% debentures issued in connection with the acquisition of Seaboard World Airlines. Tiger International's investment in Seaboard World Airlines was contributed to The Flying Tiger Line Inc. in October 1980. For further information on the parent company long-term debt, see the Long-Term Debt Note to the Consolidated Financial Statements under the caption "Tiger International, Inc.".

SCHEDULE V—PROPERTY, PLANT AND EQUIPMENT

Tiger International, Inc. and Subsidiaries

For the Three Years Ended December 31, 1982	Balance at Beginning of Period	Additions	Retire-ments, Overhauls or Sales	Transfers, Adjustments and Other(1)	Balance at End of Period
			(In thousands)		
Year Ended December 31, 1980					
Equipment used in operations:					
Equipment for lease or under lease	$1,209,831	$243,783	$ 66,673	$ 27,251	$1,414,192
Equipment used in air cargo operations	504,335	248,652	39,207	240,043	953,823
Equipment used in trucking operations	—	2,787	617	32,220	34,390
	1,714,166	495,222	106,497	299,514	2,402,405
Buildings and leasehold improvements	52,319	17,856	874	40,186	109,487
Shop properties, terminal facilities and other	64,633	14,809	714	9,092	87,820
Construction in process	101,041	21,621	1,055	(72,655)	48,952
	$1,932,159	$549,508	$109,140	$ 276,137	$2,648,664
Year Ended December 31, 1981					
Equipment used in operations:					
Equipment for lease or under lease	$1,414,192	$110,790	$109,970	$(146,365)	$1,268,647
Equipment used in air cargo operations	953,823	31,648	84,624	123,229	1,024,076
Equipment used in trucking operations	34,390	5,579	824	18,775	57,920
	2,402,405	148,017	195,418	(4,361)	2,350,643
Buildings and leasehold improvements	109,487	16,948	3,170	18,980	142,245
Shop properties, terminal facilities and other	87,820	18,254	2,120	3,812	107,766
Construction in process	48,952	3,185	2,860	(10,778)	38,499
	$2,648,664	$186,404	$203,568	$ 7,653	$2,639,153
Year Ended December 31, 1982					
Equipment used in operations:					
Equipment for lease or under lease	$1,268,647	$ 68,418	$ 55,675	$ (70,718)	$1,210,672
Equipment used in air cargo operations	1,024,076	2,930	30,726	—	996,280
Equipment used in trucking operations	57,920	942	7,653	3,092	54,301
	2,350,643	72,290	94,054	(67,626)	2,261,253
Buildings and leasehold improvements	142,245	10,602	2,710	(6,300)	143,837
Shop properties, terminal facilities and other	107,766	10,045	6,208	5,024	116,627
Construction in process	38,499	46,129	42,924	—	41,704
	$2,639,153	$139,066	$145,896	$ (68,902)	$2,563,421

(1) 1980 includes $327 million acquired in business combinations accounted for by the purchase method, less approximately $37 million of aircraft deposits refunded and approximately $10 million of equipment placed on finance leases. 1981 includes $40 million acquired in business combinations accounted for by the purchase method. 1982 includes $78 million related to discontinued operations.

SCHEDULE VI—ACCUMULATED DEPRECIATION AND AMORTIZATION OF PROPERTY, PLANT AND EQUIPMENT

Tiger International, Inc. and Subsidiaries

For the Three Years Ended December 31, 1982	Balance at Beginning of Period	Additions	Retirements, Overhauls or Sales	Transfers, Adjustments and Other	Balance at End of Period
			(In thousands)		
Year Ended December 31, 1980					
Equipment used in operations:					
Equipment for lease or under lease	$352,410	$ 62,649	$33,133	$ (700)	$381,226
Equipment used in air cargo operations	181,792	39,743	5,237	(3,207)	213,091
Equipment used in trucking operations	—	6,308	104	(1,696)	4,508
	534,202	108,700	38,474	(5,603)	598,825
Buildings and leasehold improvements	14,061	3,905	506	(5)	17,455
Shop properties, terminal facilities and other	23,156	4,927	530	1,637	29,190
	$571,419	$117,532	$39,510	$ (3,971)	$645,470
Year Ended December 31, 1981					
Equipment used in operations:					
Equipment for lease or under lease	$381,226	$ 69,583	$48,097	$(12,657)	$390,055
Equipment used in air cargo operations	213,091	55,500	31,139	31,812	269,264
Equipment used in trucking operations	4,508	10,253	(93)	(2,031)	12,823
	598,825	135,336	79,143	17,124	672,142
Buildings and leasehold improvements	17,455	6,838	33	433	24,693
Shop properties, terminal facilities and other	29,190	11,002	1,068	922	40,046
	$645,470	$153,176	$80,244	$ 18,479	$736,881
Year Ended December 31, 1982					
Equipment used in operations:					
Equipment for lease or under lease	$390,055	$ 61,530	$38,767	$(21,208)	$391,610
Equipment used in air cargo operations	269,264	62,650	20,483	376	311,807
Equipment used in trucking operations	12,823	11,072	(1,842)	(5,841)	19,896
	672,142	135,252	57,408	(26,673)	723,313
Buildings and leasehold improvements	24,693	6,726	874	(1,388)	29,157
Shop properties, terminal facilities and other	40,046	13,259	4,357	(2,657)	46,291
	$736,881	$155,237	$62,639	$(30,718)	$798,761

SCHEDULE VIII—VALUATION AND QUALIFYING ACCOUNTS AND RESERVES

Tiger International, Inc. and Subsidiaries

For the Three Years Ended December 31, 1982	Allowance for Doubtful Accounts: Trade Receivables(1)	Allowance for Doubtful Accounts: Finance Lease Receivables	Inventories Allowance	Aircraft Overhaul Reserves
	(In thousands)			
Balance at December 31, 1979	$ 12,252	$ 5,297	$1,877	$ 27,251
Additions (deductions)—				
Provisions charged to costs and expenses	6,421	1,076	2,657	34,086
Reserves from acquired companies	9,525	50	1,518	12,140
Amounts charged to reserve	(5,403)	(736)	(603)	(33,261)
Balance at December 31, 1980	22,795	5,687	5,449	40,216
Additions (deductions)—				
Provisions charged to costs and expenses	14,440	104	3,098	29,498
Reserves from acquired companies	494	—	30	—
Amounts charged to reserve	(14,012)	(2,719)	(449)	(23,339)
Balance at December 31, 1981	23,717	3,072	8,128	46,375
Additions (deductions)—				
Provisions charged to costs and expenses	24,039	2,209	3,011	23,163
Amounts charged to reserve	(26,863)	(648)	(2,655)	(30,376)
Transfers to discontinued operations	(1,198)	—	(2,694)	(4,885)
Balance at December 31, 1982	$ 19,695	$ 4,633(2)	$5,790	$ 34,277(3)

(1) Includes revenue adjustments.

(2) Includes $3,519 classified in other assets.

(3) Includes $19,946 classified in accumulated depreciation and $14,331 classified as other deferred credits.

Signatures

Pursuant to the requirements of Section 13 of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

TIGER INTERNATIONAL, INC.
(Registrant)

By DAVID L. AUCHTERLONIE
David L. Auchterlonie
Vice President—Controller

Date: March 30, 1983

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant, and in the capacities and on the dates indicated.

Name	Title	Date
WAYNE M. HOFFMAN Wayne M. Hoffman	Chairman of the Board, Chief Executive Officer and Director (Principal Executive Officer)	March 30, 1983
THOMAS F. GROJEAN Thomas F. Grojean	President and Director	March 30, 1983
MARTIN A. LYNCH Martin A. Lynch	Senior Vice President—Finance (Principal Financial Officer)	March 30, 1983
DAVID L. AUCHTERLONIE David L. Auchterlonie	Vice President—Controller (Principal Accounting Officer)	March 30, 1983
J. HOWARD EDGERTON * J. Howard Edgerton	Director	March 30, 1983
CHARLES LUCKMAN * Charles Luckman	Director	March 30, 1983
CHARLES T. MANATT * Charles T. Manatt	Director	March 30, 1983
WILLIAM E. McKENNA * William E. McKenna	Director	March 30, 1983
B. HOUSTON REHRIG * B. Houston Rehrig	Director	March 30, 1983

*By ROBERT J. HARTER, JR.
Robert J. Harter, Jr.
Attorney-in-Fact and Agent

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The Flying Tiger Line Inc.
7401 World Way West
Los Angeles, California 90009
(213) 646-6161

North American Car Corporation
33 West Monroe St.
Chicago, Illinois 60603
(312) 853-5000

Hall's Motor Transit Company
6060 Carlisle Pike
Mechanicsburg, Pennsylvania 17055
(717) 790-8400

Warren Transport, Inc.
P.O. Box 420
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(319) 233-6113

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New York, New York 10005

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Transfer Agents
Manufacturers Hanover Trust Company
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Union Bank
3810 Wilshire Blvd.
Los Angeles, California 90010

Registrars
The Bank of New York
90 Washington Street
New York, New York 10015

Union Bank
3810 Wilshire Blvd.
Los Angeles, California 90010

The Annual Meeting of Stockholders will be held on Friday, May 27, 1983 at 10:00 a.m. at the Beverly Hilton Hotel, 9876 Wilshire Boulevard, Beverly Hills, California 90210.

Notice to Stockholders
The following notice is published in accordance with Section 245.16 of subpart B of Part 245 of the Economic Regulations of the Civil Aeronautics Board (the "Board"); section references in the following notice are to sections of such regulations.

(1) Any person who either owned, at December 31, 1982, or subsequently acquired, beneficially or as a trustee, more than 5 percent, in the aggregate of any class of the capital stock of Tiger International, Inc. (i.e., Tiger International, Inc.'s, Common Stock $1 Par Value) shall file with the Board a report containing the information required by Section 245.12 on or before April 1, 1983 as to the capital stock owned at December 31 of the preceding year, and, in the case of stock subsequently acquired, a report under Section 245.13, within 10 days after such acquisition, unless such person has otherwise filed with the Board a report covering such acquisition or ownership; (2) any bank or broker covered by (1) above, to the extent that it holds shares as trustee on the last day of any quarter of a calendar year, shall file with the Board, within 30 days after the end of the quarter, a report in accordance with the provisions of section 245.14; and (3) any person required to report under this subpart who grants a security interest in more than 5 percent of any class of the capital stock of Tiger International, Inc. shall within 30 days after granting such security interest file with the Board a report containing information required in Section 245.15.

Any stockholder who believes that he may be required to file such a report may obtain further information by writing to the Director, Bureau of Domestic Aviation, Civil Aeronautics Board, Washington, D.C. 20428.

TIGER INTERNATIONAL

1888 Century Park East
Los Angeles, California 90067