

# SECURITIES AND EXCHANGE COMMISSION

## FORM 10-Q

Quarterly report pursuant to sections 13 or 15(d)

Filing Date: **1994-05-13** | Period of Report: **1994-03-31**  
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### FILER

#### GENERAL MOTORS ACCEPTANCE CORP

CIK: **40729** | IRS No.: **380572512** | State of Incorporation: **NY** | Fiscal Year End: **1231**  
Type: **10-Q** | Act: **34** | File No.: **001-03754** | Film No.: **94528142**  
SIC: **6141** Personal credit institutions

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3044 W GRAND BLVD  
DETROIT MI 48202  
3135565000

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

FORM 10-Q

(Mark One)

X QUARTERLY REPORT PURSUANT TO SECTION 13 OF THE  
SECURITIES EXCHANGE ACT OF 1934 FOR THE QUARTERLY PERIOD  
ENDED MARCH 31, 1994, OR

\_\_\_\_ TRANSITION REPORT PURSUANT TO SECTION 13 OF THE  
SECURITIES EXCHANGE ACT OF 1934 FOR THE TRANSITION  
PERIOD FROM \_\_\_\_\_ TO \_\_\_\_\_

Commission file number 1-3754  
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GENERAL MOTORS ACCEPTANCE CORPORATION  
-----

(Exact name of registrant as specified in its charter)

New York  
-----

38-0572512  
-----

(State or other jurisdiction of  
incorporation or organization)

(I.R.S. Employer  
Identification No.)

767 Fifth Avenue, New York, New York  
3044 West Grand Boulevard, Detroit, Michigan  
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10153  
48202  
-----

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number,  
including area code

313-556-1508  
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The registrant meets the conditions set forth in General  
Instruction H(1) (a) and (b) of Form 10-Q and is therefore  
filing this Form with the reduced disclosure format.

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 X . No .

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As of March 31, 1994, there were outstanding 21,650,000 shares of the issuer's common stock.

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This quarterly report, filed pursuant to Rule 13a-13 of the General Rules and Regulations under the Securities Exchange Act of 1934, consists of the following information as specified in Form 10-Q:

#### PART I. FINANCIAL INFORMATION

The required information is given as to the registrant, General Motors Acceptance Corporation and subsidiaries (the "Company" or "GMAC").

##### ITEM 1. FINANCIAL STATEMENTS.

1. Consolidated Balance Sheet, March 31, 1994, December 31, 1993 and March 31, 1993.
2. Consolidated Statement of Income and Net Income Retained for Use in the Business for the Three Months Ended March 31, 1994 and 1993.
3. Consolidated Statement of Cash Flows for the Three Months Ended March 31, 1994 and 1993.
4. Notes to Financial Statements.
5. Summary of Financing and Insurance Operations.

The above described Financial Statements are submitted

herein as Exhibit 20.

In the opinion of management, the interim financial statements reflect all adjustments, consisting of only normal recurring items (with the exception of the accounting changes in 1994 to adopt Statement of Financial Accounting Standards (SFAS) No. 112, Employers' Accounting for Postemployment Benefits, SFAS No. 114, Accounting by Creditors for Impairment of a Loan, and SFAS No. 115, Accounting for Certain Investments in Debt and Equity Securities, as described in Management's Discussion and Analysis of Financial Condition and Results of Operations), which are necessary for a fair presentation of the results for the interim periods presented. The results for interim periods are not necessarily indicative of results which may be expected for any other interim period or for the full year. These financial statements should be read in conjunction with the consolidated financial statements, the significant accounting policies, and the other notes to the consolidated financial statements included in the Company's 1993 Annual Report to the SEC on Form 10-K.

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ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

Consolidated net income from General Motors Acceptance Corporation (GMAC) financing and Motors Insurance Corporation (MIC) insurance operations totaled \$217.5 million for the first quarter of 1994, compared with \$284.1 million earned in the first quarter of 1993. First quarter earnings in 1994 reflect an unfavorable charge of \$7.4 million related to the cumulative effect on income resulting from the implementation of Statement of Financial Accounting Standards (SFAS) No. 112, Employers' Accounting for Postemployment Benefits.

Net income from financing operations, including GMAC Mortgage Corporation (GMACM) results, totaled \$192.8 million for the first quarter of 1994, \$57.5 million below the same period last year, excluding the impact of SFAS No. 112. The decrease was due to a decline in asset levels and non-recurrence of gains on receivable sales. Net income from insurance operations, excluding the impact of SFAS No. 112,

was \$32.1 million for the first quarter of 1994, a \$1.7 million decrease as compared to the first quarter of 1993. The decline in net income reflects lower capital gains which more than offset improved commercial lines underwriting results.

#### FINANCING VOLUME

Deliveries of new General Motors cars and trucks in the United States were 1,231,000 for the first three months of 1994, an increase of 20% from the same period last year. During the first quarter of 1994, GMAC financed or leased worldwide 542,000 new passenger cars and trucks, an increase of 35% from the comparable 1993 period. In the United States, GMAC financed or leased 399,000 new vehicles during the first quarter of 1994, 122,000 more than during the first quarter of 1993. During the first quarter of 1994, GMAC financed 30% of new General Motors products delivered in the U.S., a 5 percentage point increase from the same period last year. The increase in retail and lease unit financing and penetration reflects curtailment of the Company's early 1993 program to reduce volume to address potential liquidity concerns. The Company's liquidity position has shown improvement due to a strong performance in General Motor's North American Operations which allows the Company to grow the business and support marketing efforts of GM dealers within a robust sales environment.

Outside the United States, GMAC financed or leased 143,000 new vehicles in the first quarter of 1994, up 19,000 units from the first quarter of 1993. An increase in retail volume outside of North America accounted for the majority of the year-to-year increase.

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#### ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued).

Leasing volume worldwide, primarily acquired under GMAC's SmartLease program, totaled 129,000 units leased in the first quarter of 1994, a 75% increase from a year ago. In the U.S.,

GMAC also financed 27,000 units during the first quarter of 1994 under its SmartBuy program. This product offers consumers many of the advantages of leasing, namely lower monthly payments, while providing them with ownership of the vehicles. GMAC financed 17,000 units under SmartBuy during the comparable 1993 period.

GMAC also provides financing for GM and other dealers' new and used vehicle inventories. In the United States, inventory financing was provided on 969,000 and 911,000 new GM vehicles, representing 75.6% and 75.0% of all GM sales to dealers during the first quarter of 1994 and 1993, respectively.

GMAC Mortgage Corporation loan origination, purchased mortgage servicing and correspondent loan volume totaled \$5.1 billion for the first quarter of 1994, \$800 million above a year ago. At quarter end, the combined mortgage servicing portfolio, including \$22.6 billion of loans master serviced by GMAC's Residential Funding Corporation, amounted to \$55.1 billion, down \$3.7 billion from March 31, 1993.

#### ASSETS

GMAC's consolidated assets totaled \$81.6 billion at March 31, 1994, compared to \$80.8 billion and \$89.9 billion at December 31, 1993 and March 31, 1993, respectively. Consolidated earning assets totaled \$77.3 billion at March 31, 1994, compared to \$74.8 billion and \$80.5 billion at December 31, 1993 and March 31, 1993, respectively. The decrease from the first quarter of 1993 compared to 1994 is a result of a net decrease in dealers' wholesale financing, primarily reflecting lower dealer stock levels in North America, partially offset by an increase in operating lease assets.

Cash and Cash Equivalents, which primarily include short term borrowed funds in excess of requirements invested in short-term marketable securities, totaled \$2,386.0 million at March 31, 1994. This compared to \$4,028.1 million at December 31, 1993 and \$7,282.6 million at March 31, 1993. The decrease is due to a planned strategy to reduce the liquidity portfolio as a direct result of the Company's improved access to the capital markets. The consolidated investment portfolio, primarily attributable to MIC, totaled \$3.5 billion at March 31, 1994, compared with \$3.4 billion at both December 31, 1993 and March 31, 1993, as further described in Note 1 of the Notes to the Financial Statements. Debt and equity securities have been revalued at March 31, 1994, in accordance with SFAS No. 115, Accounting for Certain Investments in Debt and Equity Securities, disclosed later in ACCOUNTING STANDARDS.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued).

At March 31, 1994, consolidated retail, leasing and lease financing receivables, net of unearned income, worldwide were \$31.9 billion, up \$2.0 billion from December 31, 1993 and down \$1.9 billion from March 31, 1993. While the retail receivable business segment is essentially unchanged as compared to the March 1993 time period, the Company sold retail receivables in the U.S. during the remainder of 1993 aggregating \$8.9 billion.

With respect to sold receivables, GMAC continues to service these receivables for a fee. The Company's retail instalment obligation servicing portfolio at March 31, 1994, totaled \$12.4 billion, compared with \$14.9 billion and \$13.5 billion at December 31, 1993 and March 31, 1993, respectively.

Wholesale receivables financed by GMAC, primarily dealer vehicle inventories, were \$18.9 billion at March 31, 1994, compared to \$20.7 billion at December 31, 1993 and \$14.1 billion at March 31, 1993. Wholesale receivables financed in the first quarter of 1994, as compared to the asset levels at March 31, 1993, reflects the resumption by GMAC of dealer wholesale inventory previously financed by General Motors, partially offset by lower levels of dealer inventory in addition to sales of wholesale finance receivables. The following table summarizes wholesale assets on a comparable year-to-year basis:

Wholesale Inventory Financing	March 31 1994	December 31 1993	March 31 1993
(in billions of dollars)			
GMAC	\$ 18.9	\$ 20.7	\$ 14.1
General Motors*	0.0	0.0	9.4
Total	\$ 18.9	\$ 20.7	\$ 23.5

\* Included in Receivables General Motors Corporation. (See Note 6).

The Company sold wholesale receivables totaling \$1.4 billion to outside investors during the first quarter of 1994 through a special purpose subsidiary. (See Note 5).

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ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued).

Operating lease assets, net of depreciation, offered principally under the GMAC SmartLease program, increased to \$12.6 billion at the end of the first quarter in 1994 from \$11.4 billion and \$10.1 billion at December 31, 1993 and March 31, 1993, respectively. The increase primarily reflects growth in the U.S. and Canadian markets, driven by increasing consumer acceptance of leasing and enhanced manufacturer's subvented programs.

Real estate mortgage inventory held for sale, including warehouse advances, amounted to \$1,997.1 million at March 31, 1994, essentially unchanged from December 31, 1993 and March 31, 1993. The Company's net investment in sold receivables pools related to subordinated interest retained by special purpose subsidiaries was \$2,830.1 million at March 31, 1994, as compared to \$1,857.6 million at December 31, 1993 and \$1,549.2 million at March 31, 1993. Other earning assets totaled \$460.5 million at March 31, 1994, down from \$795.2 million and \$782.0 million at December 31, 1993 and March 31, 1993, respectively, with the decrease primarily attributable to lower levels of vehicles repurchased from rental car companies prior to sale at auction.

Intangible assets included in other assets totaled \$338.0 million for the first quarter of 1994, compared with \$360.9 million at 1993 year-end and \$443.9 million at the end of the



first quarter of 1993. Other nonearning assets, comprised primarily of repossessed vehicles, foreclosed loans or loans otherwise classified as nonearning, and insurance premium receivables, totaled \$1,605.9 million at the end of the first quarter, as compared to \$1,578.0 million and \$1,593.1 million at December 31, 1993 and March 31, 1993, respectively.

## LIQUIDITY

The Company's liquidity, as well as its ability to profitably effect ongoing core business acquisition activity, is in large part dependent upon its timely access to and the costs associated with raising funds in different segments of the capital markets. In this regard, GMAC regularly accesses the short-, medium- and long-term debt markets, principally through commercial paper, medium-term notes and underwritten transactions.

GMAC's total borrowings were \$62.4 billion at March 31, 1994, compared with \$70.7 billion at the comparable date in 1993 and \$62.8 billion at December 31, 1993. Approximately 82% represented funding for operations in the United States, with the remaining 18% of borrowings being split equally between Canada, Germany, and other countries. Total short-term debt worldwide at March 31, 1994, amounted to \$18.9 billion, up from \$17.7 billion at December 31, 1993 and \$17.9 billion at March 31, 1993.

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## ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (continued).

To support GMAC's unsecured and asset backed commercial paper programs in the U.S., the Company has committed bank credit facilities totaling \$18.3 billion. The total facilities were increased from \$15.0 billion at December 31, 1993, as the size of the asset backed commercial paper liquidity and receivables credit facility was increased by \$3.3 billion to total \$8.3 billion as of January 26, 1994. In addition, GMAC has \$4.5 billion in committed bank credit facilities to support the funding needs of the Company's international subsidiaries.

In these committed bank credit agreements, GMAC has

agreed to a covenant such that, so long as the commitments remain in effect or any amount is owing to any lender under such commitments, the ratio of consolidated debt to total stockholder's equity at the last day of any fiscal quarter shall not exceed 11.0 to 1.0. With regard to such covenant, GMAC's ratio of total borrowings to equity capital at March 31, 1994 was 7.9:1 compared with 8.6:1 at March 31, 1993.

For the first quarter of 1994, GMAC paid dividends to General Motors Corporation amounting to \$250 million, matching the amount paid during the same period in 1993.

The scope of GMAC's capability to tap the capital markets for unsecured debt is linked to both its term debt and commercial paper ratings. This is particularly true with respect to the Company's commercial paper ratings. Lower ratings generally result in higher borrowing costs as well as reduced access to capital markets. A security rating is not a recommendation to buy, sell, or hold securities and may be subject to revision or withdrawal at any time by the assigned rating organization. Each rating should be evaluated independently of any other rating. As of May 12, 1994, such agencies had assigned the following ratings to GMAC:

	Medium- & Long-Term Debt	Commercial Paper
	-----	-----
Duff & Phelps Credit Rating Co.	A-	D-1
Fitch Investors Service, Inc.	A-	F-1
Moody's Investors Service, Inc.	Baa1	P-2
Standard & Poor's Corporation	BBB+	A-2

At this date, GMAC is not under review by any of the above agencies; however, in April 1994, Standard & Poor's Corporation affirmed its rating of GM and GMAC debt and revised its outlook to positive from negative.

The Company utilizes a variety of interest rate contracts including interest rate swaps and caps in the normal course of managing its interest rate exposures. The Company also uses currency swaps to hedge its foreign currency denominated debt. The total notional amount of off-balance sheet instruments outstanding was \$10.2 billion at March 31, 1994, compared with \$8.6 billion at December 31, 1993 and \$4.5 billion at March 31, 1993. Of the amount outstanding at March 31, 1994, \$5.9 billion represented currency and interest rate swaps and \$4.3 billion represented interest rate caps as compared to \$3.9 billion and \$600 million at March 31, 1993, respectively. In addition, the Company has commitments to sell mortgages or mortgage-backed securities comprised of mandatory delivery contracts with investors totaling \$2.2 billion for the quarter ending March 31, 1994, versus \$2.5 billion for the first quarter ending March 31, 1993. Also outstanding at March 31, 1994 and 1993, were commitments to purchase first mortgage loans at fixed prices totaling \$1.4 billion and \$2.0 billion, respectively.

#### CASH FLOWS

For the three month period ending March 31, 1994, cash provided by operating activities totaled \$2.1 billion. Such cash was used in net investing activities totaling \$3.1 billion as well as to reduce debt by \$382.7 million and pay dividends of \$250 million, with a resultant decrease in cash and cash equivalents amounting to \$1.6 billion. In comparison, cash provided by operating and investment activities during the first three months of 1993 totaled \$2.2 billion and \$5.3 billion, respectively, with such cash utilized to reduce debt by \$3.9 billion and pay dividends of \$250 million, with a net increase in cash and cash equivalents of \$3.4 billion. The difference reflects a planned reduction in the liquidity portfolio due to favorable access to capital markets and the Company's improved liquidity position as well as lower proceeds from sales of finance receivables.

#### FINANCIAL REVIEW

Financing revenue totaled \$2.2 billion for the first quarter of 1994, \$104.8 million less than the amounts recorded in the comparable 1993 period. The decrease is primarily attributable to lower earning rates, partially offset by an increase in leasing revenues resulting from continued growth in operating lease activity.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL  
CONDITION AND RESULTS OF OPERATIONS (continued).

As a result of the lower level of interest rates in the United States as well as the lower level of total borrowings, interest and discount expense totaled \$1.0 billion for the first quarter of 1994, a decrease of 22% from the comparable period in 1993. The average cost of funds worldwide for the first quarter declined to 6.52%, a decrease of 49 basis points from a year ago. Total borrowing costs for United States operations averaged 6.25% for the first quarter of 1994, compared with 6.54% for the comparable 1993 period.

Depreciation expense on operating leases, primarily on SmartLease and Direct Leasing Plan units, amounted to \$688.7 million for the first quarter of 1994, compared with \$627.4 million for the same period in 1993. The increase was primarily attributable to continued successful marketing of the SmartLease program in the United States and Canada.

Other income, including gains on receivable sales, as well as servicing fees and other income related to sold finance receivables, amounted to \$411.5 million in the first quarter of 1994. This compared with \$653.0 million in the comparable 1993 period. The decrease primarily reflects the non-recurrence of gains on sales of retail finance receivables within the current quarter.

Other operating expenses, including salaries and benefits and insurance losses and loss adjustment expenses, totaled \$712.0 million for the first quarter of 1994, \$18.5 million lower than a year ago. The decrease is primarily attributable to lower losses incurred on commercial lines.

The provision for losses on finance receivables, including both retained and sold receivables, totaled \$64.1 million for the first quarter of 1994, compared to \$57.0 million in the same period of 1993, reflecting increased

retail volume levels in the 1994 period. Total chargeoffs for the first quarter of 1994 were \$88.8 million compared to \$121.5 million in the first quarter of 1993. Retail losses were 0.54% of total serviced assets during the first quarter of 1994 (including off-balance sheet sold receivables), as compared to 0.72% for the same period last year.

United States, foreign and other income taxes amounted to \$135.5 million for the first quarter of 1994, \$33.1 million less than the comparable 1993 period, primarily due to reduced pre-tax income, partially offset by increased U.S. Federal statutory income tax rates.

On a consolidated basis, GMAC's return on average equity capital was 10.8% for the first quarter of 1994, compared with 13.7% for the comparable 1993 period.

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ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL  
CONDITION AND RESULTS OF OPERATIONS (continued).

ACCOUNTING STANDARDS

In November 1992, the Financial Accounting Standards Board (FASB) issued SFAS No. 112, Employers' Accounting for Postemployment Benefits, which established a new accounting principle for the cost of benefits provided to former or inactive employees after employment but before retirement. The Statement is effective for the fiscal years beginning after December 15, 1993. The Company adopted this standard effective January 1, 1994; as stated earlier, the after-tax unfavorable cumulative effect of this change at January 1 was \$7.4 million. The ongoing effect in subsequent periods is not expected to be material.

In May 1993, the FASB issued SFAS No. 114, Accounting by Creditors for Impairment of a Loan, which amends FASB Statement No. 5, Accounting for Contingencies, to clarify that a creditor should evaluate the collectibility of both contractual interest and principal of all receivables when assessing the need for a loss accrual. SFAS No. 114 also amends FASB Statement No. 15, Accounting by Debtors and

Creditors for Troubled Debt Restructurings, to require creditors to measure all loans that are restructured in a troubled debt restructuring involving modification of terms to reflect the time value of money. SFAS No. 114 applies to financial statements for fiscal years beginning after December 15, 1994. The Company adopted this standard effective January 1, 1994. The Company's loans primarily consist of large groups of smaller-balance homogeneous loans which are collectively evaluated for impairment and for which this standard does not apply. However, certain loans of the Company affected by this Statement are currently carried at the lower of book value or the fair value of the collateral. The net book value of such loans at March 31, 1994, was \$263.2 million, net of \$187.4 million valuation reserve. There was no additional impact on the consolidated financial position or results of operations as a result of adoption.

In May 1993, the FASB also issued SFAS No. 115, Accounting for Certain Investments in Debt and Equity Securities, which addresses the accounting and reporting for investments in debt and equity securities that have readily determinable fair values. These investments are categorized as either "Held-to-Maturity Securities", reported at amortized cost, "Trading Securities", reported at fair value with unrealized gains or losses reported in earnings or "Available-for-Sale" also reported at fair value with unrealized gains or losses reported separately in stockholder's equity. Investments are categorized based upon the intent of the Company for which the securities were purchased.

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ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (concluded).

This Statement is effective for fiscal years beginning after December 15, 1993. The Company adopted this standard effective January 1, 1994. The cumulative favorable effect to stockholder's equity at January 1, 1994, was \$127.5 million, net of tax.

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RATIO OF EARNINGS TO FIXED CHARGES

Three Months Ended March 31	
-----	-----
1994	1993
----	----
1.34	1.34

The ratio of earnings to fixed charges has been computed by dividing earnings before income taxes and fixed charges by the fixed charges. This ratio includes the earnings and fixed charges of the Company and its consolidated subsidiaries; fixed charges consist of interest, debt discount and expense and the portion of rentals for real and personal properties in an amount deemed to be representative of the interest factor.

PART II. OTHER INFORMATION

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K.

(a) EXHIBITS:

20. General Motors Acceptance Corporation and Subsidiaries Consolidated Financial Statements for the Three Months Ended March 31, 1994.

(b) REPORTS ON FORM 8-K:

No Current Report on Form 8-K was filed during the first quarter ended March 31, 1994.



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SIGNATURES

Pursuant to the requirements 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.

GENERAL MOTORS ACCEPTANCE CORPORATION

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(Registrant)

s\ John D. Finnegan

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John D. Finnegan, Executive Vice  
President and Principal Financial  
Officer

Dated: May 13, 1994

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s\ Gerald E. Gross

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Gerald E. Gross, Comptroller  
and Principal Accounting Officer

Dated: May 13, 1994

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CONSOLIDATED BALANCE SHEET

ASSETS (in millions of dollars)	March 31 1994	Dec. 31 1993	March 31 1993
-----	-----	-----	-----
Cash and Cash Equivalents . . . . .	\$ 2,386.0	\$ 4,028.1	\$ 7,282.6
	-----	-----	-----
EARNING ASSETS			
INVESTMENTS IN SECURITIES (Note 1)			
Bonds, notes and other securities . .	3,011.7	2,928.7	2,814.2
Equity securities . . . . .	521.7	521.0	580.3
	-----	-----	-----
Total investments in securities . . .	3,533.4	3,449.7	3,394.5

FINANCE RECEIVABLES (Note 2)			
Finance receivables . . . . .	55,193.5	54,882.8	52,281.1
Allowance for financing losses . . . . .	(763.1)	(748.0)	(709.1)
Finance receivables (net) . . . . .	54,430.4	54,134.8	51,572.0
OTHER EARNING ASSETS			
Receivables General Motors Corporation (Note 6) . . . . .			
	1,414.4	1,355.5	11,281.7
Net equipment on operating leases . .	12,635.0	11,363.5	10,101.3
Real estate mortgages held for sale, at lower of cost or market . . . . .	1,997.1	1,827.5	1,867.3
Due and deferred from receivable sales (net) (Note 5) . . . . .	2,830.1	1,857.6	1,549.2
Other (Note 6) . . . . .	460.5	795.2	782.0
Total earning assets . . . . .	77,300.9	74,783.8	80,548.0
OTHER ASSETS			
Intangible assets, at cost less amortization . . . . .			
	338.0	360.9	443.9
Other nonearning assets . . . . .	1,605.9	1,578.0	1,593.1
Total other assets . . . . .	1,943.9	1,938.9	2,037.0
TOTAL ASSETS . . . . .	\$81,630.8	\$80,750.8	\$89,867.6

Certain amounts for 1993 have been reclassified to conform with 1994 classifications.

Reference should be made to the Notes to Financial Statements.

(continued)

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EXHIBIT 20  
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## CONSOLIDATED BALANCE SHEET (continued)

## LIABILITIES AND STOCKHOLDER'S EQUITY

(in millions of dollars)	March 31 1994	Dec. 31 1993	March 31 1993
-----			
NOTES, LOANS AND DEBENTURES PAYABLE WITHIN ONE YEAR (Note 3) . . . . .	\$34,551.8	\$35,084.4	\$38,861.2
-----			
ACCOUNTS PAYABLE AND OTHER LIABILITIES			
General Motors Corporation and affiliated companies (Note 6) . . . . .	3,129.7	2,487.5	2,604.7
Interest . . . . .	1,350.4	1,006.6	1,689.0
Unpaid insurance losses and loss adjustment expenses . . . . .	1,578.1	1,569.4	1,555.4
Unearned insurance premiums . . . . .	1,366.2	1,337.4	1,276.7
Deferred income taxes . . . . .	1,162.5	1,193.2	930.3
United States and foreign income and other taxes payable . . . . .	196.8	35.5	255.8
Other postretirement benefits . . . . .	533.9	524.9	493.4
Other . . . . .	2,044.0	1,970.8	2,093.3
-----			
Total accounts payable and other liabilities . . . . .	11,361.6	10,125.3	10,898.6
-----			
NOTES, LOANS AND DEBENTURES PAYABLE AFTER ONE YEAR (Note 4) . . . . .	27,879.0	27,688.8	31,851.7
-----			
STOCKHOLDER'S EQUITY			
Common stock, \$100 par value (authorized and outstanding, 21,650,000 shares) . . . . .	2,165.0	2,165.0	2,165.0
Net income retained for use in the business . . . . .	5,576.5	5,609.0	5,912.0
Net unrealized gains on securities . . . . .	170.8	164.3	210.4
Unrealized accumulated foreign currency translation adjustments . . . . .	(73.9)	(86.0)	(31.3)

Total stockholder's equity . . . . .	7,838.4	7,852.3	8,256.1
TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY . . . . .	\$81,630.8	\$80,750.8	\$89,867.6

Certain amounts for 1993 have been reclassified to conform with 1994 classifications.

Reference should be made to the Notes to Financial Statements.

CONSOLIDATED STATEMENT OF INCOME AND  
NET INCOME RETAINED FOR USE IN THE BUSINESS

(in millions of dollars)	Three Months Ended March 31	
	1994	1993
FINANCING REVENUE		
Retail and lease financing . . . . .	\$ 737.3	\$ 988.5
Leasing . . . . .	1,052.3	940.7
Wholesale and term loans . . . . .	373.4	338.6
Total financing revenue . . . . .	2,163.0	2,267.8

Interest and discount . . . . .	(1,010.0)	(1,300.0)
Depreciation on operating leases . . . . .	(688.7)	(627.4)
	-----	-----
Net financing revenue . . . . .	464.3	340.4
Insurance premiums earned . . . . .	279.4	273.6
Other income . . . . .	411.5	653.0
	-----	-----
NET FINANCING REVENUE AND OTHER . . . . .	1,155.2	1,267.0
	-----	-----
EXPENSES		
Salaries and benefits . . . . .	213.3	195.4
Other operating expenses . . . . .	259.7	225.9
Insurance losses and loss adjustment expenses . . . . .	239.0	309.2
Provision for financing losses . . . . .	64.1	57.0
Amortization of intangible assets . . . . .	18.7	26.8
	-----	-----
Total expenses . . . . .	794.8	814.3
	-----	-----
Income before income taxes . . . . .	360.4	452.7
United States, foreign and other income taxes . . . . .	135.5	168.6
	-----	-----
Income before cumulative effect of accounting changes . . . . .	224.9	284.1
Cumulative effect of accounting changes . . . . .	(7.4)	--
	-----	-----
NET INCOME . . . . .	217.5	284.1
Net income retained for use in the business at beginning of the period . . . . .	5,609.0	5,877.9
	-----	-----
Total . . . . .	5,826.5	6,162.0
Cash dividends . . . . .	250.0	250.0
	-----	-----
NET INCOME RETAINED FOR USE IN THE BUSINESS AT END OF THE PERIOD . . . . .	\$ 5,576.5	\$ 5,912.0
	=====	=====

Certain amounts for 1993 have been reclassified to conform with 1994 classifications.

Reference should be made to the Notes to Financial Statements.

## CONSOLIDATED STATEMENT OF CASH FLOWS

(in millions of dollars)	Three Months Ended March 31	
	1994	1993
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before cumulative effect of accounting changes . . . . .	\$ 224.9	\$ 284.1
Depreciation . . . . .	696.4	638.3
Taxes payable and deferred . . . . .	127.7	48.2
Provision for financing losses . . . . .	64.1	57.0
General Motors Corporation and affiliated companies . . . . .	645.6	(219.4)
Origination/purchase of mortgage loans . . .	(4,433.8)	(3,215.5)
Proceeds on sale of mortgage loans . . . . .	4,264.2	3,886.8
Interest payable . . . . .	344.7	492.5
Other assets . . . . .	76.8	(89.0)
Other liabilities . . . . .	65.1	183.8
Other . . . . .	63.9	178.9
Net cash provided by operating activities . .	2,139.6	2,245.7
CASH FLOWS FROM INVESTING ACTIVITIES		
Finance receivables-acquisitions . . . . .	(38,749.1)	(35,499.0)
-liquidations . . . . .	37,042.9	36,756.5
Notes receivable General Motors Corporation .	(58.9)	281.5
Operating leases-acquisitions . . . . .	(2,647.1)	(1,512.8)
-liquidations . . . . .	715.2	643.0
Investments in securities-acquisitions . . .	(3,025.9)	(3,256.5)
-liquidations . . . . .	2,958.6	3,099.2
Proceeds from sales of receivables . . . . .	1,376.4	4,602.8
Due and deferred from receivable sales . . .	(973.1)	(231.3)
Other . . . . .	213.9	449.2
Net cash (used in) provided by investing activities . . . . .	(3,147.1)	5,332.6

CASH FLOWS FROM FINANCING ACTIVITIES

Debt with original maturities 90 days and over		
-proceeds . . . . .	14,415.7	9,723.3
-liquidations . . . . .	(15,353.2)	(13,241.7)
Debt with original maturities less than 90		
days -net change . . . . .	554.8	(390.3)
Dividends paid . . . . .	(250.0)	(250.0)
	-----	-----
Net cash used in financing activities . . . . .	(632.7)	(4,158.7)
	-----	-----
Effect of exchange rate changes on cash and		
cash equivalents . . . . .	(1.9)	(8.1)
	-----	-----
Net (decrease) increase in cash and cash		
equivalents . . . . .	(1,642.1)	3,411.5
Cash and cash equivalents at the beginning of		
the period . . . . .	4,028.1	3,871.1
	-----	-----
Cash and cash equivalents at the end of the		
period . . . . .	\$ 2,386.0	\$ 7,282.6
	=====	=====

Certain amounts for 1993 have been reclassified to conform with 1994 classifications.

Reference should be made to the Notes to Financial Statements.

NOTES TO FINANCIAL STATEMENTS

NOTE 1. INVESTMENTS IN SECURITIES

In the current year, GMAC adopted SFAS 115. As a result, GMAC's bonds, notes, certificates of deposit, other investments and preferred stocks with mandatory redemption terms are carried at market value. In prior years, these investments were carried at amortized cost. Other stocks are carried at market (fair) value for both years. The aggregate excess of market value over cost, net of related income taxes, is included as a separate component of stockholder's equity. The fair value of the other financial instruments presented herein is based on quoted market prices.



(in millions of dollars)		March 31, 1994		
Type of Security	Cost	Fair Value	Unrealized Gains	Unrealized Losses
Bonds, notes and other securities				
United States				
government and governmental agencies and authorities . . .	\$ 209.2	\$ 210.0	\$ 3.9	\$ (3.1)
States, municipalities and political subdivisions . . .	2,010.6	2,037.4	74.4	(47.6)
Other . . . . .	747.1	759.5	24.9	(12.5)
Preferred stocks with mandatory redemption terms . . . . .	4.8	4.8	0.0	0.0
Total bonds, notes and other securities . . .	\$ 2,971.7	\$ 3,011.7	\$ 103.2	\$ (63.2)

NOTES TO FINANCIAL STATEMENTS (continued)

NOTE 1. INVESTMENTS IN SECURITIES (continued)

The distribution of maturities of debt securities outstanding at March 31, 1994 and 1993 is summarized as follows:

-----				
(in millions of dollars)				
Maturity	March 31, 1994		March 31, 1993	
	Cost	Fair Value	Cost	Fair Value
-----				
Due in one year or less . . .	\$ 247.8	\$ 250.9	\$ 195.1	\$ 197.0
Due after one year through five years . .	580.1	601.6	718.2	752.4
Due after five years through ten years . .	850.3	860.0	748.8	797.7
Due after ten years . . . .	1,130.8	1,131.2	810.9	867.9
Mortgage-backed securities . .	157.9	163.2	336.4	354.1
Preferred stock-mandatory redemption terms . . . .	4.8	4.8	4.8	4.8
-----				
Total debt securities . .	\$ 2,971.7	\$ 3,011.7	\$ 2,814.2	\$ 2,973.9
=====				

## NOTES TO FINANCIAL STATEMENTS (continued)

## NOTE 1. INVESTMENTS IN SECURITIES (concluded)

Proceeds from the sale of debt securities amounted to \$288.6 million and \$617.5 million at March 31, 1994 and 1993, respectively. Gross realized gains amounted to \$4.3 million and \$20.3 million at March 31, 1994 and 1993, respectively. Gross realized losses amounted to \$1.7 million and \$1.9 million at March 31, 1994 and 1993, respectively.

-----  
(in millions of  
dollars)

Type of Security	March 31, 1994		March 31, 1993	
	Cost	Fair Value	Cost	Fair Value
-----	-----	-----	-----	-----
Equity securities- common stocks				
Public				
utilities . . .	\$ 19.9	\$ 42.0	\$ 21.1	\$ 48.2
Banks, trust and insurance				
companies . . .	17.9	27.7	3.3	19.7
Industrial and miscellaneous	261.3	454.0	237.1	512.4
Short financial futures . . . .	(2.0)	(2.0)	0.0	0.0
-----	-----	-----	-----	-----
Total equity securities . . .	\$ 297.1	\$ 521.7	\$ 261.5	\$ 580.3
	=====	=====	=====	=====

The difference between fair (market) value and cost of equity securities at March 31, 1994 and 1993, consisted of

gross unrealized profits (excess of market value over cost) of \$248.0 million and \$336.4 million and gross unrealized losses (excess of cost over market value) of \$23.4 million and \$17.6 million, respectively.

Net gains realized from the sale of equity securities amounted to \$6.4 million and \$63.9 million at March 31, 1994 and 1993, respectively.

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NOTES TO FINANCIAL STATEMENTS (continued)

NOTE 2. FINANCE RECEIVABLES

The composition of finance receivables outstanding at March 31, 1994, December 31, 1993 and March 31, 1993 is summarized as follows:

(in millions of dollars)	March 31 1994	Dec. 31 1993	March 31 1993
-----	-----	-----	-----
United States			
Retail . . . . .	\$25,227.0	\$22,322.2	\$24,959.5
Wholesale . . . . .	14,412.0	16,290.3	8,649.1
Leasing and lease financing . . . . .	1,911.4	2,372.1	3,251.5
Term loans to dealers and others . . . . .	4,019.2	3,984.4	4,106.4
	-----	-----	-----
Total United States . . . . .	45,569.6	44,969.0	40,966.5

Canada and International

Retail . . . . .	6,692.5	6,846.4	7,487.2
Wholesale . . . . .	4,489.1	4,383.3	5,427.2
Leasing and lease financing . . . . .	1,456.9	1,491.3	1,739.1
Term loans to dealers and others . . . . .	415.4	387.9	344.9
	-----	-----	-----
Total Canada and International . . . . .	13,053.9	13,108.9	14,998.4
	-----	-----	-----
Total finance receivables .	58,623.5	58,077.9	55,964.9
Deductions			
Unearned income . . . . .	3,430.0	3,195.1	3,683.8
Allowance for financing losses . . . . .	763.1	748.0	709.1
	-----	-----	-----
Total deductions . . . . .	4,193.1	3,943.1	4,392.9
	-----	-----	-----
Finance receivables (net) .	\$54,430.4	\$54,134.8	\$51,572.0
	=====	=====	=====

NOTES TO FINANCIAL STATEMENTS (continued)

NOTE 3. NOTES, LOANS AND DEBENTURES  
PAYABLE WITHIN ONE YEAR

(in millions of dollars)	March 31 1994	Dec. 31 1993	March 31 1993
-----	-----	-----	-----
Short-term notes			

Commercial paper . . . . .	\$15,780.7	\$14,521.1	\$14,405.0
Master notes . . . . .	528.1	467.8	743.6
Demand notes . . . . .	2,254.7	2,161.0	2,142.8
Other . . . . .	451.5	645.5	625.0
	-----	-----	-----
Total principal amount . .	19,015.0	17,795.4	17,916.4
Unamortized discount . . .	(84.8)	(61.6)	(60.4)
	-----	-----	-----
Total . . . . .	18,930.2	17,733.8	17,856.0
	-----	-----	-----
Bank loans and overdrafts .	5,128.9	5,716.6	6,022.8
	-----	-----	-----
Other notes, loans and debentures payable within one year			
Medium-term notes . .	7,437.1	8,569.0	9,051.3
Other . . . . .	3,055.6	3,065.0	5,931.1
	-----	-----	-----
Total . . . . .	10,492.7	11,634.0	14,982.4
	-----	-----	-----
Total payable within one year . . . . .	\$34,551.8	\$35,084.4	\$38,861.2
	=====	=====	=====

Commercial paper is offered in the United States and Europe in varying terms ranging up to 270 days. Master notes represent borrowings on a demand basis arranged generally under agreements with trust departments of certain banks. GMAC's Variable Rate Demand Note Program is made available to employees and retirees of General Motors Corporation and their participating subsidiaries and affiliates, and their immediate family members, GM dealers and their employees and affiliates, and stockholders of General Motors Corporation. Bank loans are generally made on a demand basis. Medium-term notes are offered in the United States, Canada, Europe and Asia in varying terms ranging from more than nine months to thirty years.

## NOTES TO FINANCIAL STATEMENTS (continued)

NOTE 4. NOTES, LOANS, AND DEBENTURES  
PAYABLE AFTER ONE YEAR

(in millions of dollars)	Weighted Average Interest Rates at	March 31 1994	Dec. 31 1993	March 31 1993
Maturity	March 31, 1994			
NOTES, LOANS AND DEBENTURES				
United States currency				
1994 . . . .	--	\$ --	\$ --	\$ 7,221.8
1995 . . . .	7.0%	3,888.4	6,040.1	4,914.9
1996 . . . .	6.7%	5,969.9	5,173.1	3,604.9
1997 . . . .	7.1%	4,758.0	4,391.6	4,126.5
1998 . . . .	6.4%	1,459.8	1,455.7	470.9
1999 . . . .	6.9%	2,344.6	1,600.0	1,600.0
2000 - 2004 .	8.3%	3,688.7	3,249.1	3,400.0
2005 - 2009 .	8.8%	200.0	200.0	650.0
2010 - 2014 .	10.2%	1,203.5	1,203.5	1,203.5
2015 - 2049 .	8.8%	748.7	748.7	748.7
Total United States currency		24,261.6	24,061.8	27,941.2
Other currencies 1994 - 1998 . .	7.5%	4,426.3	4,442.4	4,744.1
Total notes, loans and debentures . .		28,687.9	28,504.2	32,685.3
Unamortized discount . . .		(808.9)	(815.4)	(833.6)
Total notes, loans and debentures payable after one year . . .		\$27,879.0	\$27,688.8	\$31,851.7

The Company has issued warrants to subscribe for up to \$75 million aggregate principal amount of 7.00% Notes due

August 15, 2001. The warrants are exercisable up to and including August 15, 2000.

The Company has issued warrants to subscribe for up to \$300 million aggregate principal amount of 6.50% Notes due October 15, 2009. The warrants are exercisable up to and including October 15, 2007.

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NOTES TO FINANCIAL STATEMENTS (continued)

NOTE 5. SALE OF FINANCE RECEIVABLES

During the first quarter of 1993, the Company sold retail receivables with principal aggregating \$4,758.3 million with pre-tax gains relating to such sales recorded in "Other Income" (excluding limited recourse loss provisions) amounting to \$173.9 million. The Company did not sell retail receivables during the first quarter of 1994.

The Company sells retail receivables through special purpose subsidiaries which absorb all losses related to sold receivables to the extent of their subordinated investments, as well as certain segregated restricted cash flows. Appropriate limited recourse loss provisions associated with sold receivables are included in the Company's provision for financing losses.

During the first quarter of 1994, the Company completed its first wholesale receivable sale which included \$1,250.0 million floating rate term notes sold to the public and floating rate subordinated certificates of \$132.0 million privately placed. The certificates, when taken together with the reserve fund, provides credit support for the notes. As part of the transaction, floating rate revolving notes initially totaling \$850.3 million, which have varying balances up to a maximum of \$1,250.0 million, were also issued and are currently being held by GMAC. Consequently, the balance of these notes are being shown in the table below as "Investment in wholesale revolving note".



The Company's interest in excess servicing cash flows, subordinated interest in trusts, cash deposits and other related amounts are generally restricted assets and subject to limited recourse provisions. The following is a summary of amounts included in "Due and deferred from receivable sales (net)".

(in millions of dollars)	March 31 1994	Dec. 31 1993	March 31 1993
-----	-----	-----	-----
Excess servicing . . . . .	\$ 582.7	\$ 745.5	\$ 772.1
Other restricted amounts:			
Subordinated interest in trusts . . . . .	602.3	726.8	788.5
Cash deposits held by trusts . . . . .	773.3	557.5	319.6
Investment in wholesale revolving note . . . . .	1,002.1	--	--
Deferred servicing and other . . . . .	(38.3)	(64.9)	(89.4)
Allowance for estimated credit losses on sold receivables . . . . .	(92.0)	(107.3)	(241.6)
	-----	-----	-----
Total . . . . .	\$ 2,830.1	\$ 1,857.6	\$ 1,549.2
	=====	=====	=====

NOTES TO FINANCIAL STATEMENTS (concluded)

NOTE 5. SALE OF FINANCE RECEIVABLES (concluded)

Outstanding principal balances of sold retail receivables (including subordinated interests) at March 31, 1994, December 31, 1993 and March 31, 1993 totaled \$12.4 billion, \$14.9 billion and \$13.5 billion, respectively.

NOTE 6. TRANSACTIONS WITH AFFILIATES

The amounts due General Motors Corporation and affiliated companies at the balance sheet dates relate principally to current wholesale financing of sales of General Motors products.

Receivables from General Motors Corporation decreased to \$1.4 billion at the end of March 31, 1994, compared with \$11.3 billion at the end of March 31, 1993. This reduction reflects

the resumption by GMAC of dealer wholesale inventory financing which had previously been provided by General Motors. Such General Motors financing had been supported by a financing agreement under which GMAC extended loans to General Motors. This financing agreement was terminated in the first quarter of 1994.

The Company has purchased certain vehicles which General Motors acquired from its fleet and rental customers. The cost of these vehicles held for resale, which is included in other earning assets, at March 31, 1994 and 1993 was \$393.9 million and \$607.7 million, respectively.

From time to time, the Company and one of its subsidiaries have made interest-bearing loans to National Car Rental Systems, Inc. (NCRS), a consolidated subsidiary of General Motors Corporation and certain other affiliates of General Motors Corporation. At March 31, 1994 and 1993, \$1,414.4 million and \$2,046.1 million, respectively, of such loans (including NCRS) were outstanding.

#### NOTE 7. FINANCIAL INSTRUMENTS

GMAC utilizes a variety of interest rate contracts including interest rate swaps, caps and currency swaps in the normal course of managing its interest rate exposures. The total notional amount of off-balance-sheet instruments outstanding was \$10,172.1 million at March 31, 1994, \$8,623.9 million at December 31, 1993 and \$4,466.0 million at March 31, 1993.

The Company has commitments to sell mortgages or mortgage-backed securities at March 31, 1994 and 1993, comprised of mandatory delivery contracts with investors totaling \$2,151.0 million and \$2,519.8 million, respectively. Also outstanding at March 31, 1994 and 1993, were commitments to purchase/fund first mortgage loans at fixed prices totaling \$1,448.6 million and \$2,014.0 million, respectively.

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SUPPLEMENTARY FINANCIAL DATA

SUMMARY OF FINANCING OPERATIONS\*

(in millions of dollars)	Three Months Ended	
	March 31	
	1994	1993
<b>INCOME</b>		
Financing revenue . . . . .	\$ 2,163.6	\$ 2,268.5
Interest and discount . . . . .	(1,010.0)	(1,300.0)
Depreciation on operating leases . . . . .	(688.7)	(627.4)
Net financing revenue . . . . .	464.9	341.1
Other income . . . . .	328.9	517.3
Net financing revenue and other . . . . .	793.8	858.4
<b>Expenses</b>		
Salaries and benefits . . . . .	179.6	165.3
Other operating expenses . . . . .	212.5	201.3
Provision for financing losses . . . . .	64.1	57.0
Amortization of intangible assets . . . . .	16.2	24.3
Total expenses . . . . .	472.4	447.9
Income before income taxes . . . . .	321.4	410.5
United States, foreign and other income taxes . . . . .	128.6	160.2
Income before cumulative effect of accounting changes . . . . .	192.8	250.3
Cumulative effect of accounting changes . . . . .	(6.8)	--
Income from financing operations . . . . .	\$ 186.0	\$ 250.3

\*Before elimination of intercompany amounts.

## SUPPLEMENTARY FINANCIAL DATA (continued)

## SUMMARY OF FINANCING OPERATIONS\* (concluded)

(in millions of dollars)	March 31 1994	Dec. 31 1993	March 31 1993
-----			
ASSETS			
Cash and cash equivalents . . . . .	\$ 2,363.1	\$ 3,980.6	\$ 7,241.3
-----			
Earning Assets			
Investments in securities . . . . .	12.2	18.4	41.8
-----			
Finance receivables . . . . .	55,193.5	54,882.8	52,281.1
Less-Allowance for financing losses . . . . .	(763.1)	(748.0)	(709.1)
-----			
Finance receivables (net) . . . . .	54,430.4	54,134.8	51,572.0
Receivable General Motors Corporation . . . . .			
	1,414.4	1,355.5	11,281.7
Other earning assets . . . . .	17,922.7	15,843.8	14,299.8
-----			
Total earning assets . . . . .	73,779.7	71,352.5	77,195.3
-----			
Other assets . . . . .	1,043.3	1,061.5	1,110.4
-----			
Total assets . . . . .	\$77,186.1	\$76,394.6	\$85,547.0
-----			
LIABILITIES			
Notes, loans and debentures payable within one year . . . . .			
	\$34,551.8	\$35,084.4	\$38,861.2
-----			
Accounts payable and other liabilities			
General Motors Corporation and affiliated companies . . . . .			
	3,137.0	2,514.0	2,636.0
Other post employment benefits . . . . .			
	443.0	436.9	412.6
Other . . . . .	4,546.4	3,991.9	4,595.0

Total accounts payable and other liabilities . . . .	8,126.4	6,942.8	7,643.6
Notes, loans and debentures payable after one year .	27,879.0	27,688.8	31,851.7
Total liabilities . . . .	\$70,557.2	\$69,716.0	\$78,356.5
Net assets of financing operations . . . . .	\$ 6,628.9	\$ 6,678.6	\$ 7,190.5

\*Before elimination of intercompany amounts.

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SUPPLEMENTARY FINANCIAL DATA (continued)

SUMMARY OF INSURANCE OPERATIONS\*

(in millions of dollars)	Three Months Ended March 31	
	1994	1993
INCOME		
Net premiums written		
Personal lines . . . . .	\$ 116.2	\$ 117.7
Mechanical . . . . .	76.4	78.8
Life and disability . . . . .	21.8	18.1
Commercial lines, reinsurance and miscellaneous . . . . .	92.6	85.1
Net premiums written . . . . .	307.0	299.7
Changes in unearned premiums . . .	(20.6)	(11.6)
Premiums earned . . . . .	286.4	288.1
Investments and other income . . . .	82.7	130.3
Total . . . . .	369.1	418.4
Expenses		
Salaries and benefits . . . . .	33.7	30.1

Other operating expenses . . . . .	64.2	34.4
Losses and loss adjustment expenses . . . . .	229.7	309.2
Amortization of intangible assets . . . . .	2.5	2.5
	-----	-----
Total expenses . . . . .	330.1	376.2
	-----	-----
Income before income taxes . . . . .	39.0	42.2
Income taxes . . . . .	6.9	8.4
	-----	-----
Income before cumulative effect of accounting changes . . . . .	32.1	33.8
Cumulative effect of accounting changes . . . . .	(0.6)	--
	-----	-----
Income from insurance operations . .	\$ 31.5	\$ 33.8
	=====	=====

\*Before elimination of intercompany amounts.

(continued)

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SUPPLEMENTARY FINANCIAL DATA (concluded)

SUMMARY OF INSURANCE OPERATIONS\* (concluded)

(in millions of dollars)	March 31 1994	Dec. 31 1993	March 31 1993
-----	-----	-----	-----
ASSETS			
Cash . . . . .	\$ 22.9	\$ 47.5	\$ 41.3
Investments in securities . . . . .	3,521.2	3,431.3	3,352.7
Premiums and other receivables . . . . .	263.4	262.5	298.3
Deferred policy acquisition			

cost . . . . .	81.6	77.0	160.4
Prepaid reinsurance premiums . . . . .	113.7	105.5	--
Reinsurance recoverable on unpaid insurance losses and loss adjustment expense . . . . .	216.9	220.3	--
Other assets . . . . .	270.3	270.9	523.2
	-----	-----	-----
Total Assets . . . . .	\$ 4,490.0	\$ 4,415.0	\$ 4,375.9
	-----	-----	-----

LIABILITIES

Unpaid insurance losses and loss adjustment expenses .	\$ 1,578.1	\$ 1,569.4	\$ 1,555.4
Unearned insurance premiums . . . . .	1,366.2	1,337.4	1,276.7
Deferred federal income taxes . . . . .	(23.1)	(11.3)	13.3
Other post employment benefits . . . . .	90.9	88.0	80.8
Other . . . . .	283.5	257.8	384.1
	-----	-----	-----
Total liabilities . . . . .	\$ 3,295.6	\$ 3,241.3	\$ 3,310.3
	-----	-----	-----
Net assets of insurance operations . . . . .	\$ 1,194.4	\$ 1,173.7	\$ 1,065.6
	=====	=====	=====

\*Before elimination of intercompany amounts.