

First Quarter 2003

Earnings Conference Call



Safe Harbor Language

Note: Certain statements and information included in this presentation are "forward-looking statements" under the Federal Private Securities Litigation Reform Act of 1995. Accordingly, we advise that these forward-looking statements be evaluated with consideration given to the many uncertainties inherent in our business that could cause actual results and events to differ materially from those in the forward-looking statements. Important factors that could cause such differences include, among others, the competitive pricing environment applicable to the Company's businesses, customer retention levels, changes in customers' business environments, changes in market conditions affecting the sale of used vehicles, adverse changes in debt ratings, changes in accounting assumptions, greater than expected expenses associated with the Company's activities and changes in general economic conditions.





- **▶** First Quarter Results
- Key Initiatives Update
- Asset Management Update
- ► Earnings Outlook
- Questions



1st Quarter Results

Overview

- ► Earnings per diluted share before accounting changes were \$0.33, up from \$0.27 in 1Q02
- Lease revenue slightly down year-over-year; demand remains weak
- Continuing year-over-year improvement in commercial rental revenue; pricing and utilization are stronger, increasing both revenue and margin
- Significant increase in fuel revenue due to higher fuel costs
- Supply Chain Solutions revenue down as anticipated, although decrease is less than was projected
- Revenue increases realized in most international operations; some benefit from favorable exchange rate changes



1st Quarter Results (continued)

Overview

- Fleet Management Solutions returns negatively impacted by lower lease revenue and absorption of pension expense increase, partially offset by improved rental and asset management results
- Supply Chain Solutions returns positively impacted by improved operational performance globally and overhead reductions
- Dedicated Contract Carriage returns positively impacted by lower safety and insurance expenses
- Asset management activities continue to contribute to improved results with 15% year-over-year reduction in nonrevenue earning equipment
- Strong cost management in overhead areas continues to positively contribute to results
- Change in accounting for asset retirement obligations (SFAS 143) resulted in charge of \$0.02 per diluted share; no change in future run rate of operating expenses



Earnings Per Share

First Quarter Actual Results

	2003		2002
Earnings Per Share (EPS) Before Restructuring and Cumulative Effect of Accounting Changes	\$	0.33	\$ 0.26
Restructuring and Other Recoveries, Net		-	0.01
EPS Before Cumulative Effect of Accounting Changes		0.33	0.27
Cumulative Effect of Changes in Accounting Principles		(0.02)	(0.30)
Total EPS	\$	0.31	\$ (0.03)
Memo: EPS Impact of Pension Expense	\$	(0.21)	\$ (80.0)
Average Shares (Millions) - Diluted		62.8	61.9
Tax Rate		36.0%	36.0%



Business Segment

Fully Allocated (\$ Millions)

First Quarter					
Revenue:		2003		2002	% B/(W)
	¢	811.0	\$	765.1	60/
Fleet Management Solutions	\$	334.2	Þ		6%
Supply Chain Solutions				337.1	(1)%
Dedicated Contract Carriage		129.3		125.6	3%
Eliminations		(80.1)		(77.9)	(3)%
Total Revenue	\$	1,194.4	\$	1,149.9	4%
Segment NBT:					
Fleet Management Solutions	\$	33.2	\$	36.6	(9)%
Supply Chain Solutions		7.3		(2.2)	NM
Dedicated Contract Carriage		6.9		5.0	38%
Diminations		(8.6)		(8.3)	(4)%
		38.8	-	31.1	25%
Central Support Services (Unallocated Share)		(6.4)		(6.0)	(7)%
Earnings Before Restructuring and Income Taxes		32.4		25.1	29%
Restructuring and Other Recoveries, Net		0.3		1.2	(75)%
Earnings Before Income Taxes		32.7		26.3	24%
Provision for Income Taxes		(11.8)		(9.5)	(24)%
Earnings Before Cumulative Effect of Accounting Changes		20.9		16.8	24%
Cumulative Effect of Changes in Accounting Principles		(1.1)		(18.9)	94%
Net Earnings/(Loss)	\$	19.8	\$	(2.1)	NM

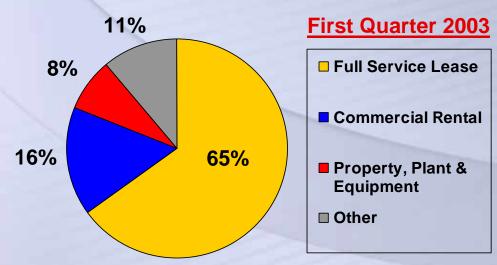


Capital Expenditures

(\$ Millions)

2003

	2	003	2	002	% O/(U) 2002	
Full Service Lease	\$	96	\$	89	8%	
Commercial Rental		23		5	360%	
Property, Plant & Equipment		12		11	9%	
Other		17		20	(15)%	
Total	\$	148	\$	125	18%	
Memo: Full Year Plan	\$	890				





Free Cash Flow

(\$ Millions)

First Quarter

	2	003	2002		
Net Earnings ⁽¹⁾	\$	20		\$	(2)
Cumulative Effect of Accounting Changes		1			19
Depreciation, Net of Gains		137			131
Amortization and Other Non-Cash Charges (Net)	\$	(2)			1
Capital Expenditures		(148)			(125)
Proceeds from Sales of Assets		39			38
Changes in Working Capital and Deferred Taxes ⁽²⁾		15			21
Collections of Direct Finance Leases		16			15
Free Cash Flow ⁽³⁾	\$	78		\$	98

Notes:

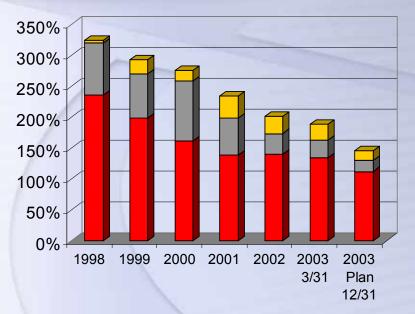
- (1) Includes non-cash restructuring and other recoveries, net and cumulative effect of changes in accounting principles
- (2) Changes in working capital exclude sale of receivables
- (3) Presentation includes non-GAAP financial measure as defined by SEC rules. Please refer to the appendix for a reconciliation to the most directly comparable GAAP measure.

Preliminary



Debt to Equity Ratio





- Total Obligations Including Securitization to Equity
- Total Obligations Excluding Securitization to Equity
- On-Balance Sheet Debt to Equity

	1Q 2003			Q 2002	1	1Q 2002	
On-Balance Sheet Debt	\$	1,507.2	\$	1,551.5	\$	1,500.7	
Percent To Equity		134%		140%		120%	
Total Obligations Excluding Securitization	\$	1,844.9	\$	1,921.9	\$	2,227.7	
Percent To Equity		164%		173%		178%	
Total Obligations Including Securitization	\$	2,128.7	\$	2,232.9	\$	2,639.1	
Percent To Equity		189%		201%		211%	

Note: 4Q2002 and beyond includes a pension related equity charge of \$227.6 million

Continued and focused emphasis to strengthen the balance sheet





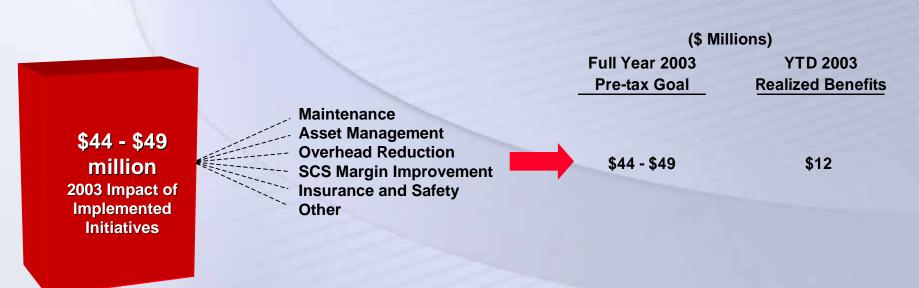
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2003 Key Initiatives

Status Update

- ► Focus on cost management and process improvement initiatives continues
 - 2003 new initiatives added an incremental \$12 million in pre-tax earnings







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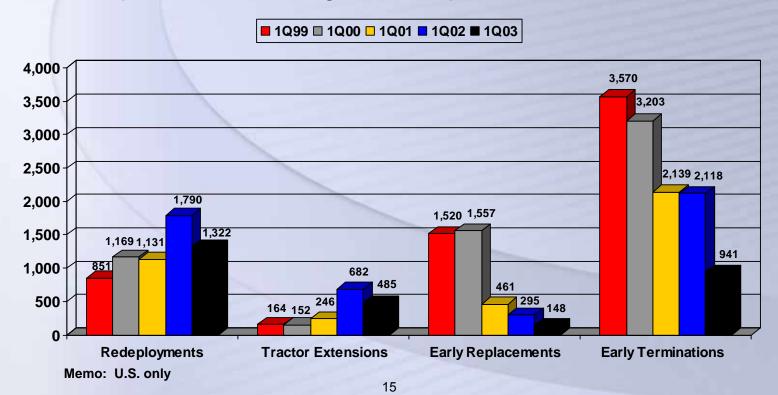
Asset Management Update

- ► Total number of non-revenue earning equipment of 8,832 is down over 1,500 units or 15% vs. prior year period
 - Not yet earning (NYE) vehicles are 1,009
 - No longer earning (NLE) vehicles are 7,823
 - 3,805 of these units are held for sale at the used truck centers
- Used tractor sales proceeds have shown modest signs of improvement
 - The overall number of vehicles sold was flat compared to 4Q02 at 3,216



Asset Management Update

- ► Focused efforts in the area of asset management continues to positively impact earnings and strengthen free cash flow
 - Redeployments and tractor term extensions have declined as anticipated, but are higher than plan levels







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Earnings Outlook

(\$ Earnings Per Share)

► Full year 2003 forecasted earnings remain unchanged at \$1.95 - \$2.00 per share.

Current projection for EPS is as follows:

	1st Qtr	2nd Qtr	2nd Half	Full Year
2003 Actual/Proj. EPS	0.33	0.50 - 0.51	1.12 – 1.16	1.95 - 2.00





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Business Segment Detail

Non-Revenue Earning Equipment Summary

Free Cash Flow Reconciliation



Fleet Management Solutions (FMS)

(\$ Millions)

	2003			2002	% B/(W)
Full Service Lease and Program Maintenance (RPM) Commercial Rental	\$	443.3 106.7	\$	447.5 99.0	(1)% 8%
Other		85.0	-	83.9	1%
Dry Revenue		635.0		630.4	1%
Fuel Revenue		176.0		134.7	31%
Total Revenue	\$	811.0	\$	765.1	<u>6%</u>
Segment NBT	\$	33.2	\$	36.6	(9)%
Segment NBT as % of Dry Revenue	-	5.2%	-	5.8%	
Memo: Pension Expense	\$	17.5	\$	5.6	(213)%



Supply Chain Solutions (SCS)

(\$ Millions)

	2003	2002	% B/(W)
U.S. Operating Revenue			
Automotive, Aerospace & Industrial (AAI)	\$ 105.0	\$ 109.2	(4)%
Electronics, High Tech, Telecom & Consumer Industries (EHTC)	63.0	73.9	(15)%
Other	3.3	3.5	(6)%
Total U.S. Operating Revenue	171.3	\$ 186.6	(8)%
International Operating Revenue	59.0	59.3	(1)%
Total Operating Revenue	230.3	\$ 245.9	(6)%
Freight Under Management	103.9	91.2	14%
Gross Revenue	\$ 334.2	\$ 337.1	(1)%
Segment NBT	\$ 7.3	\$ (2.2)	NM
Segment NBT as % of Operating Revenue	3.2%	(0.9)%	



Dedicated Contract Carriage (DCC)

(\$ Millions)

	2003	2002	% B/(W)	
Operating Revenue	\$ 128.4	\$ 124.6	3%	
Freight Under Management	0.9	1.0	(10)%	
Gross Revenue	\$ 129.3	\$ 125.6	3%	
Segment NBT	\$ 6.9	\$ 5.0	38%	
Segment NBT as % of Operating Revenue	5.4%	4.0%		



Central Support Services (CSS)

(\$ Millions)

	2003		2	002	% B/(W)	
Allocated CSS Costs	\$	47.5	\$	50.7	6%	
Unallocated CSS Costs		6.4		6.0	(7)%	
Total CSS Costs	\$	53.9	\$	56.7	5%	



Free Cash Flow Reconciliation

(\$ Millions)

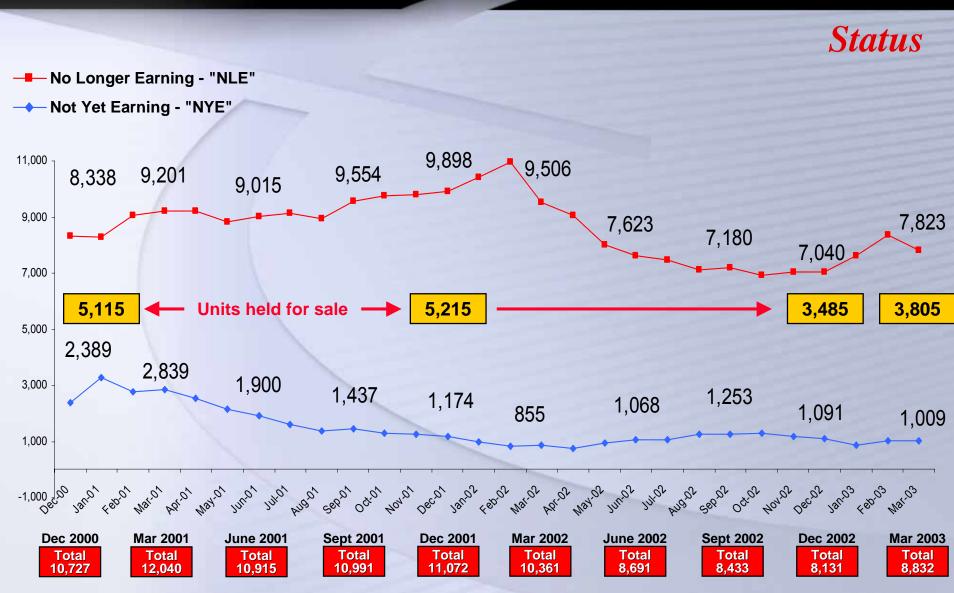
First Quarter

2003			2002		
\$	171	\$	225		
			(55)		
	16		15		
	39		38		
	(148)		(125)		
\$	78	\$	98		
	\$	\$ 171 - 16 39 (148)	\$ 171 \$ - 16 39 (148)		

Preliminary



Non-Revenue Earning Equipment



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