

Edgar Filing: WORLD ACCEPTANCE CORP - Form 11-K

WORLD ACCEPTANCE CORP  
Form 11-K  
June 28, 2001

=====

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

-----

Form 11-K

-----

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934 (NO FEE REQUIRED)

For the fiscal year ended December 31, 2000

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934 (NO FEE REQUIRED)

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number: 0-19599

World Acceptance Corporation  
Retirement Savings Plan  
108 Frederick Street  
Greenville, South Carolina 29607  
(Full title of the plan and the address of the plan)

World Acceptance Corporation  
108 Frederick Street  
Greenville, South Carolina 29607  
(Name of issuer of the securities held pursuant to the plan and the  
address of its principal executive office)

=====

WORLD ACCEPTANCE CORPORATION

RETIREMENT SAVINGS PLAN

Financial Statements and Schedules

December 31, 2000 and 1999

(With Independent Auditors' Report Thereon)

Edgar Filing: WORLD ACCEPTANCE CORP - Form 11-K

	Page
	----
Independent Auditors' Report	1
Financial Statements:	
Statements of Net Assets Available for Benefits	2
Statements of Changes in Net Assets Available for Benefits	3
Notes to Financial Statements	4 - 7
Supplemental Schedule:	
Schedule 1	
Schedule of Assets Held for Investment Purposes at End of Year - December 31, 2000	8
Independent Auditors' Consent	Exhibit 23

Independent Auditors' Report

To the Board of Trustees  
World Acceptance Corporation Retirement Savings Plan:

We have audited the financial statements of the World Acceptance Corporation Retirement Savings Plan (the "Plan") as of December 31, 2000 and 1999 and for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Plan's management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2000 and 1999, and the changes in net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information included in Schedule 1 is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied

## Edgar Filing: WORLD ACCEPTANCE CORP - Form 11-K

in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

May 18, 2001

1

### WORLD ACCEPTANCE CORPORATION RETIREMENT SAVINGS PLAN

#### Statements of Net Assets Available for Benefits

December 31, 2000 and 1999

	2000	1999
	-----	-----
<b>Assets:</b>		
Investments, at fair value:		
Sponsor Company common stock:		
World Acceptance Corporation common stock	\$ 424,995	\$ 382,786
Mutual Funds	5,655,631	5,604,559
Total investments	----- 6,080,626	----- 5,987,345
Contributions receivable:		
Employer	15,959	15,457
Employee	37,416	36,780
	----- 53,375	----- 52,237
Total assets	6,134,001	6,039,582
<b>Liabilities:</b>		
Refund payable for excess contributions	2,017	30,943
	-----	-----
Net assets available for benefits	\$ 6,131,984	\$ 6,008,639
	=====	=====

See accompanying notes to financial statements.

2

### WORLD ACCEPTANCE CORPORATION RETIREMENT SAVINGS PLAN

#### Statements of Changes in Net Assets Available for Benefits

Years ended December 31, 2000 and 1999

	2000	1999
<b>Additions to net assets attributed to:</b>		
Investment income:		

Edgar Filing: WORLD ACCEPTANCE CORP - Form 11-K

Net (depreciation) appreciation in fair value of investments	\$ (241,423)	\$ 681,701
Interest and dividends	1,429	4,155
	-----	-----
Total investment income (loss)	(239,994)	685,856
	-----	-----
Contributions:		
Employer	394,106	346,273
Employee	919,535	942,628
Rollovers	75,251	4,866
	-----	-----
	1,388,892	1,293,767
	-----	-----
Total additions	1,148,898	1,979,623
	-----	-----
Deductions from net assets attributed to:		
Benefits paid to participants	1,023,536	603,452
Corrective distributions	2,017	30,943
	-----	-----
Total deductions	1,025,553	634,395
	-----	-----
Increase in net assets	123,345	1,345,228
Net asset available for benefits:		
Beginning of year	6,008,639	4,663,411
	-----	-----
End of year	\$ 6,131,984	\$ 6,008,639
	=====	=====

See accompanying notes to financial statements.

3

WORLD ACCEPTANCE CORPORATION  
RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2000 and 1999

(1) Description of Plan

The following description of the World Acceptance Corporation Retirement Savings Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

(a) General

The Plan, which was formed in February 1993, is a defined contribution plan and is subject to the provisions of the Employee

## Edgar Filing: WORLD ACCEPTANCE CORP - Form 11-K

Retirement Income Security Act of 1974 ("ERISA"). On January 1 and July 1 of each year, employees of World Acceptance Corporation (the "Plan Sponsor" or "Company") who meet certain eligibility requirements become participants in the Plan.

(b) Administrative Costs

Substantially all administrative costs of the Plan are paid by the Plan Sponsor.

(c) Contributions

The Plan provides for participant contributions on a pretax compensation reduction basis. Participants may elect to contribute to the Plan by deferring one to fifteen percent of annual compensation up to specified maximum amounts. The Company matches specified percentages, as determined by the Company's Board of Directors, of employee contributions. In applying the matching percentage, only employee contributions up to a maximum of 6 percent of compensation are eligible. Additional employer contributions are determined annually by the Board of Directors.

(d) Participant Accounts

Each participant's account is credited with the participant's contribution and the Company's matching contribution. Additional employer contributions and forfeitures are allocated to individual participant accounts based on the proportion that each participant's annual compensation, as defined by the Plan, bears to the total annual compensation of all participants. Investment income is allocated to the individual participant accounts in the proportion which the account of each participant bears to the total of the accounts of all participants within each fund.

(Continued)

4

WORLD ACCEPTANCE CORPORATION  
RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2000 and 1999

(e) Vesting

Participants are immediately vested in their voluntary contribution plus earnings thereon. Vesting of employer contributions is based on years of continuous service. A participant is 100% vested after seven years of credited service, according to the following schedule:

Years of Service -----	Percent of Nonforfeitable Interest -----
Less than 1	0%
1	0%
2	0%
3	20%
4	40%
5	60%
6	80%

Edgar Filing: WORLD ACCEPTANCE CORP - Form 11-K

7 or more

100%

Notwithstanding the aforementioned, upon reaching normal retirement age or upon death or disability, participants become 100% vested.

(f) Payment of Benefits

Participants are entitled to receive a distribution of their vested accounts upon the occurrence of retirement, death, total and permanent disability, or termination of employment for any other reason. Vested participants are also entitled to leave their benefits in the Plan until retirement. The method of payment is a lump-sum distribution.

(g) Forfeitures

The Plan allocates participant forfeitures of employer matching contributions as a reduction of the matching contributions otherwise made for the plan year following the plan year in which the forfeiture occurs. Forfeitures of other employer contributions are treated as if the forfeitures were additional Plan Sponsor nonelective contributions for the plan year in which the forfeitures occur.

(2) Summary of Significant Accounting Policies

(a) Basis of Presentation

The financial statements have been prepared on an accrual basis of accounting in accordance with generally accepted accounting principles.

(Continued)

5

WORLD ACCEPTANCE CORPORATION  
RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2000 and 1999

In September 1999, the American Institute of Certified Public Accountants issued Statement of Position 99-3, Accounting for and Reporting of Certain Defined Contributions Plan Investments and Other Disclosure Matters (SOP 99-3). SOP 99-3 simplifies the disclosure for certain investments and is effective for plan years ending after December 15, 1999 with earlier application encouraged. The Plan adopted SOP 99-3 during the Plan year ending December 31, 1999. Accordingly, information previously required to be disclosed about participant-directed fund investment programs is not presented in the Plan's 1999 and 2000 financial statements.

(b) Investments

Effective January 1, 1999, PaineWebber is the designated trustee of the Plan. The investments and changes therein of this trust fund have been reported to the Plan by PaineWebber as having been determined through the use of fair values. Fair value is determined through the use of quoted market values for the underlying investments. Purchases and sales are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

## Edgar Filing: WORLD ACCEPTANCE CORP - Form 11-K

- (c) Contribution Refund  
Refunds payable to participants at December 31, 2000 and 1999 were \$2,017 and \$30,943, respectively. These refunds were due to excess contributions, which were refunded to participants in 2001 for the year ended December 31, 2000 and in 2000 for the year ended December 31, 1999.
- (d) Payment of Benefits  
Benefits are recorded when paid. On termination of service, a participant will become eligible to receive a lump-sum amount equal to the value of his or her vested account balance.
- (e) Use of Estimates  
The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets, liabilities, and changes therein and the disclosure of contingent assets and liabilities. Actual results could differ from those estimates.
- (f) Reclassification  
Certain reclassifications have been made to the 1999 information to conform to the 2000 presentation. These reclassifications had no impact on net assets or the change in net assets as previously reported.

### (3) Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, participants will become 100 percent vested in their accounts.

(Continued)

6

WORLD ACCEPTANCE CORPORATION  
RETIREMENT SAVINGS PLAN

Notes to Financial Statements

December 31, 2000 and 1999

### (4) Tax Status

The Internal Revenue Service has determined and informed the Company by a letter dated November 12, 1993, that the Plan is qualified and the trust established under the Plan is tax-exempt under the appropriate sections of the Internal Revenue Code (the "Code"). The Plan has been amended since receiving the determination letter. However, the plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Code, and believes that the Plan continues to qualify and to operate as designed.

## Edgar Filing: WORLD ACCEPTANCE CORP - Form 11-K

(5) Investments

A participant may direct employee contributions in 1% increments in a variety of investment options.

Participants may make changes in their investment elections at any time. Participants may change their deferral percentage not more than twice annually.

Investments at December 31, 2000 and 1999 greater than 5% of net assets are as follows:

	2000	1999
	-----	-----
AIM International Equity Fund	\$ 444,200	\$ 358,749
Alliance Premier	1,282,365	1,986,943
Franklin Balance Sheet	312,535	*
Oppenheimer Capital Appreciation Fund	577,305	480,333
PaineWebber Growth and Income	434,733	361,556
PaineWebber Tactical	342,887	303,196
PaineWebber Investment Grade Income	662,198	593,465
PaineWebber Stable Value	893,464	845,878
Pimco Mid Cap	484,555	*
World Acceptance Corp. Common Stock	424,995	382,786

\* Less than 5% of net assets.

(6) Related Party Transactions

Certain investments of the Plan are interests in mutual funds and money market accounts issued by PaineWebber Trust Company, the Trustee as defined by the Plan, and therefore these transactions qualify as party-in-interest transactions. Investments in World Acceptance Corporation Common Stock also qualify as party-in-interest transactions.

(Continued)

7

Schedule 1

WORLD ACCEPTANCE CORPORATION  
RETIREMENT SAVINGS PLAN

Schedule of Assets for Investment Purposes at End of Year

December 31, 2000

(a) Party In- Interest	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value
---------------------------------	--	--



Edgar Filing: WORLD ACCEPTANCE CORP - Form 11-K

---

	AIM International Equity Fund	Mutual Fund
	Franklin Balance Sheet Investment Fund	Mutual Fund
*	World Acceptance Corporation	Common stock, no par value
	Alliance Premier	Mutual Fund
	Oppenheimer Capital Appreciation Fund	Mutual Fund
*	PaineWebber Growth and Income	Mutual Fund
*	PaineWebber Tactical	Mutual Fund
*	PaineWebber Investment Grade Income	Mutual Fund
*	PaineWebber Strategic Income	Mutual Fund
*	PaineWebber Stable Value GIC	Mutual Fund
*	PIMCO Mid Cap Growth	Mutual Fund
	Riggs Funds	Money Market Accounts

\* Indicates party-in-interest to the Plan.

\*\* Cost information has not been included in column (d) because all investments are participant directed.

See accompanying independent auditors' report.

8

SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the World Acceptance Corporation Retirement Savings Plan Advisory Committee has duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

WORLD ACCEPTANCE CORPORATION  
RETIREMENT SAVINGS PLAN

By: World Acceptance Corporation Retirement Savings  
Plan Advisory Committee

Edgar Filing: WORLD ACCEPTANCE CORP - Form 11-K

Date: June 27, 2001

By: /s/ Charles D. Walters

-----  
Charles D. Walters, Committee Member

By: /s/ A. Alexander McLean, III

-----  
A. Alexander McLean, III, Committee  
Member

9

EXHIBIT INDEX

Exhibit No.

Document

-----

-----

23

Consent of KPMG LLP

10

EXHIBIT 23