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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Form 8-K
CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

JULY 30, 2001 (JULY 30, 2001)
(DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED))

CENDANT CORPORATION
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE
(STATE OR OTHER JURISDICTION
OF INCORPORATION OR
ORGANIZATION)

1-10308
(COMMISSION FILE NO.)

06-0918165
(I.R.S. EMPLOYER
IDENTIFICATION NUMBER)

9 WEST 57TH STREET
NEW YORK, NY
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICE)

10019
(ZIP CODE)

(212) 413-1800
(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)

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ITEM 5. OTHER EVENTS

This Current Report on Form 8-K of the Company is being filed to make available its Consolidated Condensed Statements of Cash Flows (see Exhibit 99.1) for the six months ended June 30, 2001 and 2000 and its Consolidated Schedule of Free Cash Flows (see Exhibit 99.2) for the twelve months ended June 30, 2001 and 2000.

Free cash flow is another measure used by management to evaluate liquidity and financial condition. Free cash flow represents cash available for the repayment of debt and other corporate purposes such as stock repurchases, acquisitions and investments for the latest twelve-month period. The Company has provided the Consolidated Schedule of Free Cash Flows for the twelve months ended June 30, 2001 and 2000 as that reflects the measure in which management evaluates the performance of its free cash flows. Such measure of performance may not be comparable to similarly titled measures used by other companies and is not a measurement recognized under generally accepted accounting principles. Therefore, free cash flow should not be construed as a substitute for income or cash flow from operations in measuring operating results or liquidity. The Consolidated Schedule of Free Cash Flows for the twelve months ended June 30, 2001 and 2000 should be read in conjunction with the Company's Consolidated Condensed Statements of Cash Flows attached hereto as well as the Company's Consolidated Statements of Income included within the Company's earnings release of second quarter results filed with the Securities and Exchange Commission on Form 8-K on July 19, 2001 and the Company's Annual Report on Form 10-K/A filed on July 3, 2001.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION

AND EXHIBITS

(c) Exhibits

See Exhibit Index.

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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.

CENDANT CORPORATION

BY: /s/ Tobia Ippolito

Tobia Ippolito
Executive Vice President, Finance and
Chief Accounting Officer

Date: July 30, 2001

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CENDANT CORPORATION
CURRENT REPORT ON FORM 8-K

EXHIBIT INDEX

EXHIBIT NO. -----	DESCRIPTION -----
99.1	Consolidated Condensed Statements of Cash Flows for the six months ended June 30, 2001 and 2000
99.2	Consolidated Schedule of Free Cash Flows for the twelve months ended June 30, 2001 and 2000

EXHIBIT
 99.1
 CENDANT
 CORPORATION
 AND
 SUBSIDIARIES
 CONSOLIDATED
 CONDENSED
 STATEMENTS
 OF CASH
 FLOWS (IN
 MILLIONS)
 SIX MONTHS
 ENDED JUNE
 30, -----

 -- 2001
 2000 -----

 OPERATING
 ACTIVITIES
 Net cash
 provided by
 operating
 activities
 exclusive
 of
 management
 and
 mortgage
 programs \$
 438 \$ 385
 Net cash
 provided by
 (used in)
 operating
 activities
 of
 management
 and
 mortgage
 programs
 753 (214) -

--- NET
 CASH
 PROVIDED BY
 OPERATING
 ACTIVITIES
 1,191 171 -

 INVESTING
 ACTIVITIES
 Property
 and
 equipment
 additions
 (151) (115)
 Net assets
 acquired
 (net of
 cash
 acquired)
 and
 acquisition-
 related
 payments
 (1,727)
 (16)
 Funding of
 stockholder
 litigation
 settlement
 trust (500)
 -- Other,
 net (22)
 (75) -----

Net cash
used in
investing
activities
exclusive
of
management
and
mortgage
programs
(2,400)
(206) -----

MANAGEMENT
AND
MORTGAGE
PROGRAMS:

Investment
in
vehicles,
net (4,681)
-- Payments
received on
investment
in vehicles
3,612 --
Origination
of contract
receivables
(155) --
Principal
collection
of contract
receivables
162 --

Equity
advances on
homes under
management
(3,027)
(3,763)

Repayment
on advances
on homes
under
management
3,017 4,186

Additions
to mortgage
servicing
rights
(433) (384)

Proceeds
from sales
of mortgage
servicing
rights 125
65 -----

(1,380) 104

NET
CASH USED
IN
INVESTING
ACTIVITIES
(3,780)
(102) -----

FINANCING
ACTIVITIES
Proceeds
from
borrowings
2,697 --
Principal
payments on
borrowings
(845) (776)
Issuances
of common

stock 750
 536
 Repurchases
 of common
 stock (28)
 (300)
 Proceeds
 from
 mandatorily
 redeemable
 preferred
 securities
 issued by
 subsidiary
 holding
 solely
 senior
 debentures
 issued by
 the Company
 -- 91
 Proceeds
 from
 mandatorily
 redeemable
 preferred
 interest in
 a
 subsidiary
 -- 375
 Other, net
 (60) (3) --

 -- Net cash
 provided by
 (used in)
 financing
 activities
 exclusive
 of
 management
 and
 mortgage
 programs
 2,514 (77)

 MANAGEMENT
 AND
 MORTGAGE
 PROGRAMS:
 Proceeds
 from
 borrowings
 8,138 2,009
 Principal
 payments on
 borrowings
 (7,165)
 (2,719) Net
 change in
 short-term
 borrowings
 62 765 ----

 1,035 55 --

 -- NET CASH
 PROVIDED BY
 (USED IN)
 FINANCING
 ACTIVITIES
 3,549 (22)

 ---- Effect
 of changes
 in exchange
 rates on
 cash and
 cash
 equivalents

9 23 -----
- -----
Net
increase in
cash and
cash
equivalents
969 70 Cash
and cash
equivalents,
beginning
of period
944 1,164 -

--- CASH
AND CASH
EQUIVALENTS,
END OF
PERIOD \$
1,913 \$
1,234
=====
=====

EXHIBIT 99.2
 CENDANT
 CORPORATION
 AND
 SUBSIDIARIES
 CONSOLIDATED
 SCHEDULE OF
 FREE CASH
 FLOWS (IN
 MILLIONS)
 TWELVE
 MONTHS ENDED
 JUNE 30, ---

2001 2000 --

- Adjusted
 EBITDA(*) \$
 1,939(A)
 1,843(B)
 Less:
 Move.com
 Group (48)
 (71) -----

Adjusted
 EBITDA,
 excluding
 Move.com
 Group 1,987
 1,914
 Interest
 expense, net
 (C) (214)
 (143)
 Minority
 interest,
 excluding
 tax benefit
 (D) (102)
 (102) Tax
 payments
 (51) (43) --

- CASH FLOW
 NET OF TAXES
 PAID 1,620
 1,626 Tax
 refunds 10
 127

Restructuring
 and other
 unusual
 payments
 (35) (161)
 Working
 capital and
 other (61)
 (242) -----

OPERATING
 CASH FLOW
 1,534 1,350
 Adjusted
 capital
 expenditures
 (E) (275)
 (249) -----

FREE CASH
 FLOW 1,259
 1,101 NON
 OPERATING
 ACTIVITIES:
 Investments
 (F) (422)
 (54)

Acquisitions,

net of cash
acquired
(1,824) (77)
Funding of
stockholder
litigation
settlement
trust (850)
-- Net
proceeds
from sale of
subsidiaries
-- 898 Other
(G) (116)
(238) -----

(3,212) 529

FINANCING
ACTIVITIES:
Net proceeds
from
(repayments
on)
borrowings
(H) 1,670
(891) Net
issuances
(repurchases)
of equity
securities
and other
711 (1,119)

--- 2,381
(2,010) ----

NET CHANGE
IN CASH
BEFORE
MANAGEMENT
AND MORTGAGE
PROGRAMS 428
(380)

MANAGEMENT
AND MORTGAGE
PROGRAMS:

Net
investment
in vehicles
(1,069) --
Net mortgage
origination
and sales
1,352 892
Net mortgage
servicing
rights (684)
(643) Net
contract
receivables
7 -- Net
relocation
advances
(61) 472 Net
financing
for assets
of
management
and mortgage
programs 706
(2,170) ----

251 (1,449)

--- NET
INCREASE
(DECREASE)
IN CASH AND
CASH

EQUIVALENTS

\$ 679

\$(1,829)

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- (*) Adjusted EBITDA is defined as earnings before non-operating interest, income taxes, non-vehicle depreciation and amortization, minority interest and equity in Homestore.com, adjusted to exclude certain items which are of a non-recurring or unusual nature and not measured in assessing segment performance or are not segment specific.
 - (A) Excludes (i) a net gain related to the dispositions of businesses (\$402 million), (ii) a gain representing the recognition of a portion of the Company's previously recorded deferred gain from the sale of its fleet businesses due to the disposition of VMS Europe by Avis Group Holdings, Inc. ("Avis Group") in August 2000 (\$35 million) and (iii) a credit to reflect an adjustment to the PRIDES class action litigation settlement charge recorded in the fourth quarter of 1998 primarily for Rights that expired unexercised (\$14 million). Such amounts were partially offset by (i) a charge to fund an irrevocable contribution to an independent technology trust responsible for providing technology initiatives for the benefit of current and future franchisees at Century 21, Coldwell Banker and ERA (\$95 million), (ii) a charge in connection with the creation of Travel Portal, Inc., a company that was created to pursue the development of an online travel business for the benefit of certain current and future franchisees (\$85 million), (iii) litigation settlement and related costs (\$48 million), (iv) a charge in connection with litigation asserting claims associated with accounting irregularities in the former business units of CUC International, Inc. and outside of the principal common stockholder class action lawsuit (\$20 million), (v) charges related to the acquisition and integration of Avis Group (\$8 million), (vi) a non-cash contribution to the Cendant Charitable Foundation (\$7 million) and (vii) charges incurred in connection with the postponement of the initial public offering of Move.com common stock (\$3 million).
 - (B) Excludes (i) a charge associated with the settlement of the principal common stockholder class action lawsuit (\$2,894 million), (ii) a charge in connection with restructuring and other initiatives (\$106 million), (iii) a charge in connection with the creation of NGI (\$85 million), (iv) litigation settlement and related costs (\$21 million) and (v) costs primarily resulting from the consolidation of European call centers in Cork, Ireland (\$5 million). Such amounts were partially offset by (i) a net gain related to the dispositions of businesses (\$349 million), (ii) a non-cash credit in connection with a change to the original estimate of the number of Rights to be issued in connection with the PRIDES settlement resulting from unclaimed and uncontested Rights (\$41 million) and (iii) a credit associated with changes to the estimate of previously recorded merger-related costs and other unusual charges (\$2 million).
 - (C) Excludes non-cash interest recorded on zero-coupon senior convertible notes.
 - (D) Represents the before tax amounts of minority interest.
 - (E) Represents total capital expenditures exclusive of Move.com Group capital expenditures (\$7 million and \$13 million in 2001 and 2000, respectively).
 - (F) Represents investment activity of the Company, including cash payments in 2001 associated with the independent technology trust responsible for providing technology initiatives for the benefit of current and future franchisees at Century 21, Coldwell Banker and ERA (\$95 million) and the creation of Travel Portal, Inc. (\$45 million).
 - (G) Includes net cash used in Move.com Group operations and the effects of changes in exchange rates.
 - (H) Represents debt borrowings, net of debt repayments and financing costs (including the issuance of a mandatorily redeemable preferred interest in a subsidiary in the twelve months ending June 30, 2000).