

**Inter-Chem**

INTERNATIONAL CHEMICAL COMPANY  
Southbridge Office Park  
1887 East 71st Street  
Tulsa, OK 74136-3984  
Telephone (918) 496-7711  
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RCA Telex 284468  
284468 INCHM UR

August 9, 1994

Office of Pension and Welfare Programs  
Labor Management - Services Administration  
U.S. Department of Labor  
Washington, D.C. 20216

Gentlemen,

Re: International Chemical Company  
Employer Identification Number: 73-1006209  
1887 E. 71st St.  
Tulsa, OK 74136

This is to inform you that International Chemical Company maintains a Non-Qualified Deferred Compensation Plan under the requirements of 29 CFR Section 2520.104-23(a).

This non-qualified deferred compensation continuation plan is for Executives who are members of a "select group of management" or who are "highly compensated".

There are eight (8) employees who are eligible.

Plan Administrator: E. B. Graves

Title: Chief Financial Officer

Sincerely,

E. B. Graves  
Chief Financial Officer



AUG 15 1994

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