



CARTER-WALLACE, INC.

1345 AVENUE OF THE AMERICAS

NEW YORK, N. Y. 10105

TEL: (212) 339-5000

FAX: (212) 339-5100

RALPH LEVINE
VICE PRESIDENT
SECRETARY
GENERAL COUNSEL

October 1, 1992

2520032904142

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5644
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210

Gentlemen:

On behalf of Carter-Wallace, Inc. (the "Company") and pursuant to Department of Labor Regulation Section 2520.104-23, you are hereby notified that the Company maintains three unfunded plans of deferred compensation for a select group of management or highly compensated employees.

Employer Name: Carter-Wallace, Inc.

Employer Address: 1345 Avenue of the Americas
New York, New York 10105

Employer I.D. No.: 13-4986583

- Plan Name:
- (1) Executives' Additional Compensation Plan
Currently, 9 participants are entitled to deferred compensation under the plan.
 - (2) Deferred Profit Sharing Plan
Under the Plan, about 100 executives have the option to defer receipt of part of a bonus until the termination of their employment; currently 19 employees are entitled to deferred compensation under the plan.
 - (3) Executive Pension Benefits Plan
Currently, 12 employees are entitled to benefits under the Plan, although more may eventually benefit.

Pension and Welfare
Benefits Administration

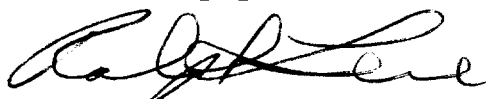
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October 1, 1992

A prior notice dated March 27, 1989 was filed with respect to the Executive Pension Benefits Plan (then known as the Uniform Pension Benefits Plan). It now appears that notice may not have been timely or complete. Please accept this notice as a replacement thereof in accordance with the Department's recently announced amnesty program for late filings.

If you wish any additional information, please contact the undersigned.

Very truly yours,



Ralph Levine

RL/ms
Enc.

Ellen Kelly
Counselor at Law

150 Norwich Street
Lake Bluff, Illinois 60044
(312) 295-0200

March 27, 1989

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5644
U. S. Department of Labor
200 Constitution Avenue
Washington, D. C. 20210

Gentlemen:

This notice is given on behalf of my client Carter-Wallace, Inc. pursuant to Department of Labor Regulation Section 2520.104-23, providing an alternate method of complying with certain reporting and disclosure requirements of the Employee Retirement Income Security Act of 1974, as amended, with respect to an unfunded plan maintained for the benefit of a select group of management or highly compensated employees.

Employer Name: Carter-Wallace, Inc.

Employer Address: 767 Fifth Avenue
New York, New York 10153

Employer I. D. No.: 13-4986583

Carter-Wallace, Inc. maintains a single plan, the Uniform Pension Benefits Plan (the "Plan"), for the purpose of providing deferred compensation to a select group of its management employees who are highly compensated. The Plan currently covers three individuals.

Either Carter-Wallace, Inc. or I will be glad to provide any additional information which may be required.

Very truly yours,

EK