

March 10, 1995

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

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RE: Top Hat Filing for certain deferred
compensation arrangements of Tempel
Steel Company

Dear Ladies and Gentlemen:

Please be advised that we are the attorneys for Tempel Steel Company (the "Company"). This statement is filed pursuant to United States Department of Labor regulation Section 2520.104-23(b) to notify you that the Company maintains a plan and several agreements which may be deemed by the United States Department of Labor to be plans, primarily for the purpose of providing unfunded deferred compensation for a select group of management or highly compensated employees.

The following information is given in respect of these plans:

1. Name and address of employer: Tempel Steel Company, 5215 Old Orchard Road, Skokie, IL 60077.
2. Employer Identification No.: 36-2085694
3. The Company currently maintains three individual deferred compensation agreements, each covering one management employee and a separate plan currently

36-2085694

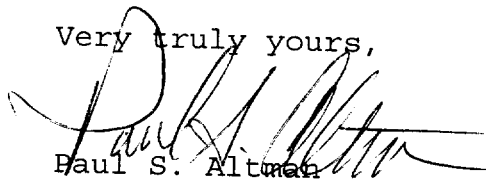
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covering four management employees. Each of the agreements may be deemed to be a plan by the United States Department of Labor. All of these deferred compensation arrangements relate to supplemental executive retirement pension benefits.

As required under the foregoing Department of Labor regulation, the Company agrees to provide plan documents, if any, to the Secretary of Labor or his designee upon request as required under Section 104(a)(1) of the Employee Retirement Income Security Act of 1974, as amended.

Very truly yours,



Paul S. Altman

PSA:mcb