

2520040764239

Name of Tax-Exempt Employer: Public Health Institute

Address of Tax-Exempt Employer: 555 12th Street, 10th Floor

Oakland, CA 94607-4046

E.I.N.: 94-164-6278

Top-Hat Statement

“Eligible employees” means “highly compensated” employees (i.e., employees who received compensation from Employer in the preceding plan year in excess of the dollar amount set forth in Internal Revenue Code sec. 414(q), as adjusted by the Secretary), who have entered into an elective deferral agreement with Employer under which employee contributions in the current plan year will equal the elective deferral limitation set forth in Internal Revenue Code sec. 402(g), and who are in a top management position including CEO, Vice Presidents, Directors, Principal Investigators and Project Directors.

Public Health Institute (the “Employer”), hereby declares that the purpose of the 457(b) Deferred Compensation Plan of Public Health Institute (the “Plan”) is to provide deferred compensation primarily for a select group of management and highly compensated employees. The number of employees covered under the Plan is 16. In addition, the Employer, maintains 0 unfunded top-hat plans described in Department of Labor Regulation Section 2520.104-23(b). The number of employees covered under such plans is 0.

Date: August 1, 2003

By: Diana M. Pascual

Title: Director, Human Resources
(On Behalf of the Plan Administrator)



November 20, 2003

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-1513
U.S. Department of Labor
200 Constitution Avenue, NW
Washington, D.C. 20210

Dear Sir/Madam:

Attached for submission to your office is the "Top Hat Statement" of the Public Health Institute in adopting a 457(b) Deferred Compensation Plan. The Public Health Institute adopted the above plan effective August 1, 2003.

If you have any questions regarding this statement, please feel free to contact me at (510) 285-5525.

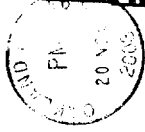
Very truly yours,

A handwritten signature in black ink that reads "Diana M. Pascual". The signature is written in a cursive style with a large initial "D".

Diana M. Pascual
Director, Human Resources



555 12th Street, 10th Floor
Oakland, CA 94607-4046



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