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T H E N O R T H W E S T E R N C O R P O R A T I O N

Robert C. Panaccio
President and Chief Executive Officer

The Honorable Armand Della Porta
Chairman of the Board

October 21, 1994

DOL-PWBA
PUBLIC DISCLOSURE
OCT 30 AM 8:47
Office of Employee Benefits Security
Labor Management Service Administration
U.S. Department of Labor
Washington, DC 20216

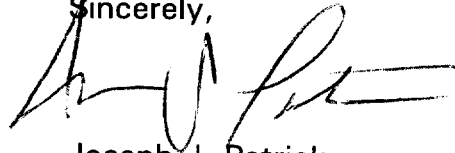
RE: Notice of Plan of Deferred Compensation

Gentlemen:

Pursuant to DOL Reg. Sec. 2520.104-23, the undersigned Employer hereby files the following information with respect to its plan of deferred compensation.

1. THE NORTHWESTERN CORPORATION
906 Bethlehem Pike
Erdenheim, PA 19038
2. Employer ID #23-2175924
3. The Employer maintains one plan of deferred compensation primarily for the purpose of providing deferred compensation to a select group of management or highly-compensated employees. There is a "Rabbi Trust" now being implemented and a claims procedure has been established.
4. Thirteen employees are covered by such plan.

Sincerely,



Joseph J. Patrick
Senior Vice President and
Chief Financial Officer

JJP/do