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October 24, 2002

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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

To Whom It May Concern:

Pursuant to Department of Labor Regulations Section 2520.104-23, please find below a statement concerning an unfounded arrangement maintained primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees:

Employer's Name: Electric Power Research Institute, Inc.

Employer's Address: 3412 Hillview Avenue
Palo Alto, CA 94303-1395

Employer's EIN: 23-7175375

Name of Plan: The Electric Power Research Institute, Inc.
Nonqualified Supplemental Retirement Plan

Number of Employees in the Plan (approximate) 40

Electric Power Research Institute, Inc. hereby declares that it maintains the plan described above primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

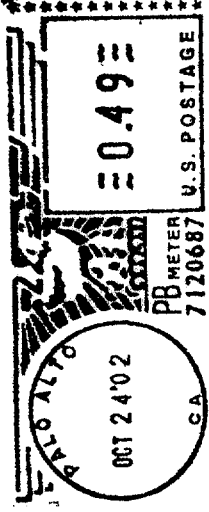
Electric Power Research Institute, Inc.

By: *Chris Han*

Title: Manager of Compensation & Benefits

4303-0813 USA

EPRI



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