

Richard J. O'Brien
Managing Director
Human Resources

U.S. DEPT. OF LABOR
PWBA/PUBLIC DISCLOSURE
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**The Depository Trust &
Clearing Corporation**
55 Water Street
New York, NY 10041-0099

February 16, 2001

2520053320912

CERTIFIED MAIL - RETURN RECEIPT REQUESTED

Secretary of Labor
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

Re: The Depository Trust & Clearing Corporation
Deferred Compensation Plan III (the "Plan")

Dear Sir or Madam:

In accordance with the 29 C.F.R. § 2520.104-23 alternative method of compliance with the reporting and disclosure requirements of Part 1 of Title I of the Employee Retirement Income Security Act of 1974, as amended, The Depository Trust & Clearing Corporation hereby files the attached Top Hat Plan Registration Statement for the Plan.

Very truly yours,

THE DEPOSITORY TRUST & CLEARING CORPORATION

By: 

Richard J. O'Brien, Managing Director

Enclosure

TOP HAT PLAN REGISTRATION STATEMENT
Pursuant to 29 C.F.R. § 2520.104-23

1. **Name of Employer:** The Depository Trust & Clearing Corporation
2. **Address of Employer:** 55 Water Street, New York, NY 10041
3. **Employer ID Number:** 13-4086405
4. **Top Hat Plan:**
 - (i) The Depository Trust & Clearing Corporation Deferred Compensation Plan III;
 - (ii) The Depository Trust & Clearing Corporation Executive Savings Plan;
 - (iii) The Depository Trust & Clearing Corporation Supplemental Executive Retirement Plan;
 - (iv) The Depository Trust & Clearing Corporation Long Term Incentive Plan;
 - (v) The Depository Trust & Clearing Corporation Restoration Plan;
 - (vi) The Depository Trust & Clearing Corporation Deferred Compensation Plan I; and
 - (vii) The Depository Trust & Clearing Corporation Deferred Compensation Plan II.
5. **Number of Employees Covered Per Plan:**

The Depository Trust & Clearing Corporation maintains a total of seven (7) top hat plans, as follows:

The Depository Trust & Clearing Corporation Deferred Compensation Plan III currently covers 63 employees or former employees.

The Depository Trust & Clearing Corporation Executive Savings Plan currently covers 122 employees or former employees.

The Depository Trust & Clearing Corporation Supplemental Executive Retirement Plan currently covers 83 employees or former employees.

The Depository Trust & Clearing Corporation Long Term Incentive Plan currently covers 57 employees.

The Depository Trust & Clearing Corporation Restoration Plan currently covers 143 employees or former employees.

The Depository Trust & Clearing Corporation Deferred Compensation Plan I currently covers 17 employees or former employees.

The Depository Trust & Clearing Corporation Deferred Compensation Plan II currently covers 113 employees or former employees.

6. The Depository Trust & Clearing Corporation maintains the above-named top hat plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

**THE DEPOSITORY TRUST &
CLEARING CORPORATION**



By: Richard J. O'Brien

Title: Managing Director - Human Resources

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CERTIFIED

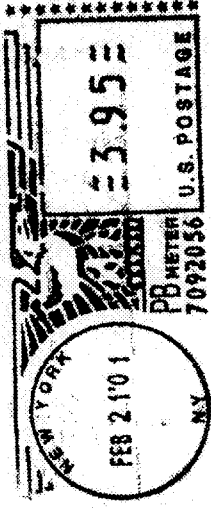
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MAIL



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10/16



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