

U.S. DEPT. OF LABOR
FIRBA/PUBLIC DISCLOSURE
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Austin Industries

Austin Industries, Inc.
P.O. Box 1590
Dallas, Texas 75221
3535 Travis Street, Suite 300 (75204)
214 443-5500

July 23, 1998

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: Austin Industries, Inc. - Alternative Method of Compliance with Reporting and Disclosure Requirements Per Section 2520.104-23 of the Department of Labor Regulations

Dear Sir or Madam:

This statement is being filed in accordance with the requirements of the above captioned regulations:

I. EMPLOYER NAME, ADDRESS, AND EMPLOYER IDENTIFICATION NUMBER ("EIN").

Austin Industries, Inc.
3535 Travis Street, Suite 300
Dallas, Texas 75204
EIN: 75-1440225

II. STATEMENT CONCERNING THE PLAN.

The Company has established the Austin Fairness Plan, an unfunded deferred compensation plan covering certain key employees of the Company. The plan is primarily for the purpose of providing deferred compensation to a select group of management or highly compensated employees. The plan currently covers 50 employees.

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III. COPY OF PLAN.

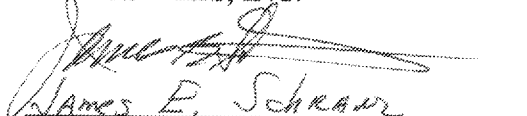
A copy of the program and/or plan documents will be provided to the Department of Labor upon request.

Sincerely,

AUSTIN INDUSTRIES, INC.

By:

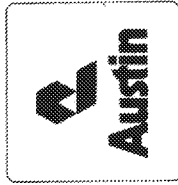
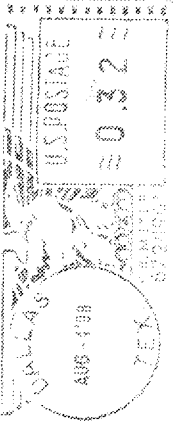
Title:


James E. Schraw
TREASURER

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