

00 OCT -7 AM 5:30

**Moody's Investors Service**

October 1, 2008

7 WTC - 250 Greenwich Street  
New York, New York 10007Top Hat Plan Exemption  
Employee Benefits Security Administration, Room N-1513  
U.S. Department of Labor  
200 Constitution Avenue, N.W.  
Washington, D.C. 20210Charles Marino  
AVP Benefits  
Tel: 212.553.7839  
Fax: 212.298.6345  
E-mail: [charles.marino@moodys.com](mailto:charles.marino@moodys.com)Re: *Moody's Corporation Deferred Compensation Plan*

Dear Sir or Madam:

In compliance with the requirements of the alternative method of reporting and disclosure under Part I of Title I of the Employee Retirement Income Security Act of 1974, as provided for unfunded pension plans maintained by an employer for a select group of management or highly compensated employees pursuant to 29 C.F.R. section 2520.104-23, set forth below is the required information regarding the Moody's Corporation Deferred Compensation Plan (the "Plan"):

Purpose of Plan: The purpose of the Plan is to provide deferred compensation for a select group of management or highly compensated employees.

Number of Plans: The Plan is a single plan.


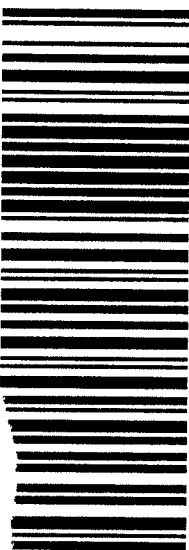
Number of participants: Approximately 215.

Name of Employer: Moody's Corporation

Address of Employer: 7 World Trade Center  
250 Greenwich Street  
New York, NY 10007

EIN: 13-3998945

Sincerely,

		<b>GND</b>	Pieces: <b>1/1</b>
<b>FM: MOODY'S INVESTORS SERVICE</b> Grace Genna 7 World Trade Center 250 GREENWICH ST NEW YORK, NY 10007		<b>ORIGIN:</b> <b>ZYP</b>	Sender's ref: <b>7400006</b>
<b>To: EMP. BENEFITS SEC. ADMIN., R.M.N1513</b> TOP HAT PLAN EXEMPTION U.S. DEPARTMENT OF LABOR 200 CONSTITUTION AVENUE, N.W. WASHINGTON, DC 20210 UNITED STATES		<b>20210</b> POSTCODE:	TEL: (212)553-7839
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