

Top Hat Plan Statement **EBSA/PUBLIC DISCLOSURE**
Under **2009 AUG 13 AM 7:00**
29 C.F.R. § 2520.104-23

Houghton Capital Corporation (the "Company") has established the Houghton Capital Corporation Long-Term Incentive Compensation Plan (the "Plan"), effective as of July 1, 2009. The Plan is primarily intended for the purpose of providing deferred compensation for a select group of management or highly compensated employees. Two (2) employees currently participate in the Plan. The Company will provide Plan documents upon request by the Department of Labor.

The pertinent employer data is as follows:

Houghton Capital Corporation
One Bent Tree Tower
16475 Dallas Parkway, Suite 330
Addison, Texas 75001
EIN: 75-2403046

This statement is filed under authority of Department of Labor Regulations at 29 C.F.R. § 2520.104-23.

Dated: August 6, 2009



Andrew Smith
President
Houghton Capital Corporation

HOUGHTON CAPITAL
ONE BENT TREE TOWER
16475 DALLAS PARKWAY, SUITE 330
ADDISON, TEXAS 75001

CERTIFIED MAIL™



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**RETURN RECEIPT
REQUESTED**

Top Hat Plan Exemption
Employee Benefits Security Administration
Room N-1513
U.S. Department of Labor
200 Constitution Avenue NW
Washington, D.C. 20210

