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THE BESSEMER GROUP, INCORPORATED

100 WOODBRIDGE CENTER DRIVE

WOODBIDGE, NEW JERSEY 07095-0983

201-855-0800

December 7, 1992

Pension and Welfare Benefits Administration
P. O. Box 75212
Washington, DC 20013-5212

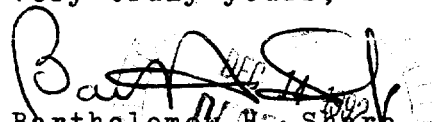
Re: Top Hat Plans

Dear Sirs:

On behalf of The Bessemer Group, Incorporated, 100 Woodbridge Center Drive, Woodbridge, New Jersey 07095-1191, employer identification number 13-3093730 (the "Company"), this letter is to advise you that the Company maintains a plan for the purpose of providing deferred compensation for a select group of management or highly compensated employees, for which benefits are paid as needed solely from the general assets of the Company; and that the plan covers all Senior Executives (currently 45 employees). We are making this filing in light of the procedures set forth by the Department of Labor's April 20, 1992 notice, as supplemented by the Department of Labor's July 24, 1992 notice, relating to Section 502(c)(2) of the Employee Retirement Income Security Act of 1974.

In connection with the foregoing, we have enclosed a check for \$1,000.00, made payable to the "U.S. Department of Labor."

Very truly yours,


Bartholomew H. Sharp
Senior Vice President

✓ cc: (w/encs.): Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5644
U.S. Department of Labor
200 Constitution Avenue NW
Washington, DC 20210

BHS/jcc
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