



Xylem Inc.  
1133 Westchester Avenue, White Plains, NY 10604

December 14, 2011

VIA CERTIFIED MAIL RETURN RECEIPT REQUESTED

Top Hat Plan Exemption  
Employee Benefits Security Administration  
Room N-1513  
U.S. Department of Labor  
2008 Constitution Avenue NW  
Washington, D.C. 20210

EBSA/PUBLIC DISCLOSURE  
2011 DEC 21 PM 1:43

Re: **Top Hat Plan Exemption Statement**

Ladies and Gentlemen:

This Statement is being filed pursuant to DOL Reg. §2520.104-23. Please be advised that:

1. The name and address of the employer is:

Xylem Inc.  
1133 Westchester Avenue  
White Plains, NY 10604

2. The Employer Identification Number of the employer assigned by the Internal Revenue Service is 45-2080495.
3. The employer maintains certain plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. The plans and the approximate number of participants in each are listed on the attached schedule.

DATED this 14<sup>th</sup> day of December, 2011

Very truly yours,

Xylem Inc.

By: 

Geri M. DiStefano

Title: Manager, Benefits Programs

Xylem Inc.  
Schedule of Top Hat Plans

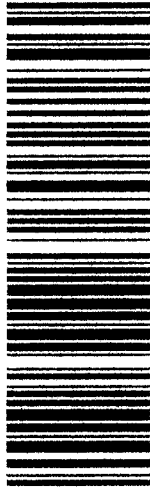
<u>Plan Name</u>	<u>Number of Participants</u>
Xylem Deferred Compensation Plan	14
Xylem Excess Savings Plan	54

**xylem**

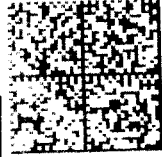
Let's Solve Water

1133 Westchester Ave  
Suite N200  
White Plains, NY 10604

**CERTIFIED MAIL**



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