

Keeneland Association, Inc.

4201 Versailles Road
Lexington, KY 40510
P.O. Box 1690
Lexington, KY 40588-1690
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www.keeneland.com

July 24, 2013

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

**RE: Keeneland Association, Inc.
Executive Retirement Security Plan**

Dear Secretary:

Pursuant to Section 2520.104-23 of the Department of Labor's Regulations, this letter will serve as notice that, with respect to the Keeneland Association, Inc. Executive Retirement Security Plan (the "Plan"), the undersigned intends to utilize the alternative form of compliance with the reporting and disclosure requirements of Part 1 of Title I of the Employee Retirement Income Security Act of 1974 ("ERISA"), which alternative form of compliance is provided in the aforesaid Regulations Section, as authorized under Section 110 of ERISA.

Pursuant to Regulations Section 2520.104-23(b), the following information is provided:

1. Name and address of Employer: Keeneland Association, Inc.
4201 Versailles Road
P.O. Box 1690
Lexington, KY 40588-1690
2. Employer Identification No.: 61-0597425
3. The Employer hereby declares that the Plan constitutes a plan that it maintains primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

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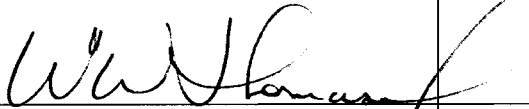
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4. The Employer hereby states that it maintains this Plan for said purpose and that the number of employees presently covered thereunder is five. The Employer further states that it also continues to maintain the Keeneland Employees Recognition Plan and the Keeneland Executive Supplemental Retirement Plan, for each of which a Section 2520.104-23 filing has previously been made, and that there are four employees in those Plans.

Pursuant to Regulations Section 2520.104-23(b)(2), the Employer will provide the Plan Documents to the Secretary of Labor upon request as required by Section 104(a)(1) of ERISA.

Very truly yours,

KEENELAND ASSOCIATION, INC.

By: 

Title: PRESIDENT & CEO

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