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VIA CERTIFIED MAIL / RETURN RECEIPT REQUESTED

December 10, 2015

U.S. Department of Labor
Employee Benefits Security Administration
Top Hat Plan Exemption
200 Constitution Avenue, N.W., N-1515
Washington, D.C. 20210

Re: Top-Hat Registration Statement

To the Department,

Massachusetts Business Development Corporation (“MBDC”), the employer-sponsor and administrator of the deferred compensation plan described below (the “Top Hat Plan”), and the BDC Compensation Committee, the administrator of the Top-Hat Plan hereby submit the following statement in accordance with Labor Regulation Section 2520.104-23:

Employer: Massachusetts Business Development Corporation
500 Edgewater Drive
Suite 555
Wakefield, MA 01880

Employer EIN: 04- 2163213

Plan Name: Massachusetts Business Development Compensation 2015
Supplemental Executive Retirement Plan.

No. of Participants: Two

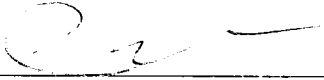
The Plan is an unfunded arrangement established and maintained primarily for the purpose of providing deferred compensation for a select group of management or highly compensation employees of MBDC (including its affiliates).

The Plan was established effective June 1, 2015. A copy of the Plan document is available for review upon request.

Respectfully submitted,

BDC Compensation Committee, as Plan administrator

By:



Patrick J. Sullivan
Its Chair

cc: Kenneth J. Smith, President and CEO, MBDC
Robert D. Webb, Esq.

BDC CAPITAL
500 Edgewater Drive, Suite 555, Wakefield, MA 01880

CERTIFIED MAIL



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