

2520032540519



One Williams Center, Suite 4100
Tulsa, OK 74172-0172

April 30, 2003

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Secretary of Labor
Room N-5644
U.S. Department of Labor
200 Constitution Avenue NW
Washington, DC 20210

SENT VIA OVERNIGHT DELIVERY

RE: Top Hat Plan Statement under Department of Labor Regulation Section 2520.104-23 for The Texas Gas Transmission Corporation Supplemental Retirement Plan

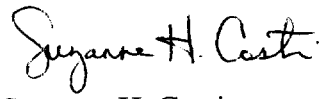
Dear Sir or Madam:

Texas Gas Transmission Corporation has established a supplemental retirement plan for the benefit of certain executives of Texas Gas Transmission Corporation. We are hereby submitting this letter as a statement described in Department of Labor regulation Section 2520.104-23.

- 1) Employer: Texas Gas Transmission Corporation
One Williams Center
Tulsa, OK 74172
- 2) Name of Plan: The Texas Gas Transmission Corporation Supplemental Retirement Plan
- 3) Employer Identification Number: 61-0405152
- 4) Declaration: The employer maintains the plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. Benefits under the plan will be payable either from the general assets of Texas Gas Transmission Corporation and/or its subsidiaries, or through insurance contracts or policies or both, as provided in regulations Section 2520.104-23(d).
- 5) Number of Employees: The number of participants in the plan is as follows:
Seven (7) Participants.

Very truly yours,

Texas Gas Transmission Corporation

A handwritten signature in black ink that reads "Suzanne H. Costin". The signature is written in a cursive style with a prominent initial "S".

Suzanne H. Costin
Assistant Secretary

Service area is provided for your internal use
service must be marked on airbill.

FedEx Service:

FedEx | Ship Manager | Label 7915 8437 3493

From: Carol Hermann (918) 573-2005
THE WILLIAMS COMPANIES INC
ONE WILLIAMS CENTER
MD 41-3
TULSA, OK, 74172

To: Top Hat Plan Exemption Secretary of (202) 693-6000
U.S. Dept of Labor/P & W Bene. Admi
200 Constitution Avenue NW
Room N-5644
Washington, DC, 20210

Ref: 6077HCinocca Texas Gas

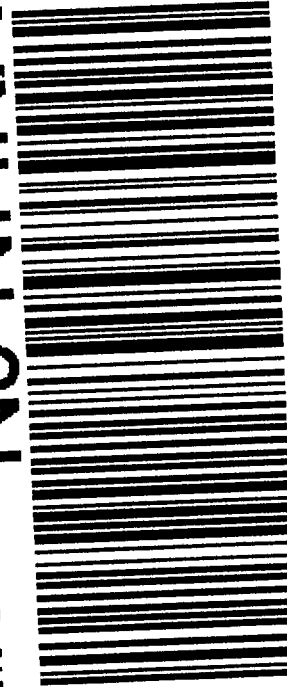


DELIVERY ADDRESS BARCODE(FEDEX-EDX)
TRK # 7915 8437 3493 6201

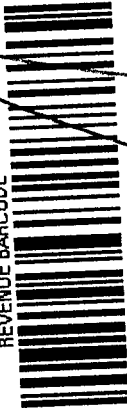
FedEx PRIORITY OVERNIGHT
IAD

NJ NHKA

20210-DC-US



REVENUE BARCODE



FedEx.

SHIP DATE: 01MAY03
WEIGHT: 1 LBS

FRI
A2

Deliver by:
02MAY03

Page 1 of 1

Visit us
or in the
call your local FedEx office.

Please refer to the FedEx Service Guide or the FedEx International
Air Waybill for more details.

62000
Federal Express Corporation

155476Wrap
155476Bulk
REV 9/00 RT

