

**SUMMARY ANNUAL REPORT FOR UNIVERSITY OF SOUTHERN CALIFORNIA
DEFINED CONTRIBUTION RETIREMENT PLAN**

This is a summary of the annual report for the University of Southern California Defined Contribution Retirement Plan, EIN 95-1642394, Plan No. 002, for the period January 1, 2002 through December 31, 2002. The annual report has been filed with the Employee Benefits Security Administration, U.S. Department of Labor, as required under the Employee Retirement Income Security Act of 1974 (ERISA).

Basic Financial Statement

Benefits under the plan are provided through insurance and through a trust fund. Plan expenses were \$26,497,538. These expenses included \$26,431,043 in benefits paid to participants and beneficiaries. A total of 13,071 persons were participants in or beneficiaries of the plan at the end of the plan year, although not all of these persons had yet earned the right to receive benefits.

The value of plan assets, after subtracting liabilities of the plan, was \$440,782,264 as of December 31, 2002, compared to \$493,764,073 as of January 1, 2002. During the plan year the plan experienced a decrease in its net assets of \$52,981,809. This increase includes unrealized appreciation and depreciation in the value of plan assets; that is, the difference between the value of the plan's assets at the end of the year and the value of the assets at the beginning of the year or the cost of assets acquired during the year. The plan had total income of \$(26,484,271) including employer contributions of \$48,771,580, and earnings from investments of \$(76,828,565).

The plan has contracts with AIG SunAmerica Life Assurance Company, The Prudential Insurance Company of America, and TIAA/CREF which allocate funds toward individual policies. The total premiums paid for the plan year ending December 31, 2003 were \$9,270,810.

Minimum Funding Standards

Enough money was contributed to the plan to keep it funded in accordance with the minimum funding standards of ERISA.

Your Rights To Additional Information

You have the right to receive a copy of the full annual report, or any part thereof, on request. The items listed below are included in that report:

1. an accountant's report;
2. financial information;
3. assets held for investment;
4. insurance information, including sales commissions paid by insurance carriers; and
5. information regarding any common or collective trusts, pooled separate accounts, master trusts or 103-12 investment entities in which the plan participates.

To obtain a copy of the full annual report, or any part thereof, write or call University of Southern California, California Plaza Building #1100, Los Angeles, CA 90089-8106, (213) 740-6027.

You also have the right to receive from the plan administrator, on request and at no charge, a statement of the assets and liabilities of the plan and accompanying notes, or a statement of income and expenses of the plan and accompanying notes, or both. If you request a copy of the full annual report from the plan administrator, these two statements and accompanying notes will be included as part of that report.

You also have the legally protected right to examine the annual report at the main office of the plan (University of Southern California, California Plaza Building #1100, Los Angeles, CA 90089-8106) and at the U.S. Department of Labor in Washington, D.C., or to obtain a copy from the U.S. Department of Labor upon payment of copying costs. Requests to the Department should be addressed to: Public Disclosure Room, Room N1513, Employee Benefits Security Administration, U.S. Department of Labor, 200 Constitution Avenue, N.W., Washington, D.C. 20210.