



**TECUMSEH
PRODUCTS
COMPANY**

**100 E. PATTERSON STREET
TECUMSEH, MICHIGAN 49286**

EXECUTIVE OFFICES

David W. Kay
Vice President, Treasurer
And Chief Financial Officer

August 5, 2002

0132

Mr. Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street, NW
Washington, DC 20549

**RECEIVED
OFFICE OF THE SECRETARY**

AUG 06 2002

Dear Mr. Katz:

Enclosed please find the sworn statements of Tecumseh Products Company's Chief Executive Officer, Todd W. Herrick and Chief Financial Officer, David W. Kay, as required by Commission Order 4-460, Order Requiring the Filing of Sworn Statements Pursuant to Section 21, (a) (1) of the Securities Exchange Act of 1934.

Also enclosed are copies of the above-mentioned documents. Please date stamp the copies to confirm your receipt and return them to us in the self-addressed stamped envelope provided.

Sincerely,

David W. Kay
Vice President, Treasurer
& Chief Financial Officer

DWK/bjt

enclosures

TECUMSEH
PRODUCTS
COMPANY

TECUMSEH, MICHIGAN 49286



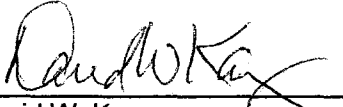
**Statement Under Oath of Principal Financial Officer
Regarding Facts and Circumstances Relating to Exchange
Act Filings**

0132

I, David W. Kay, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Tecumseh Products Company, and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - December 31, 2001 Annual Report on Form 10-K of Tecumseh Products Company;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Tecumseh Products Company filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

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David W. Kay
Vice President, Treasurer and CFO
August 5, 2002

Subscribed and sworn to
me this 5th day of
August, 2002.



Kathleen C. Madziar
Notary Public

My Commission Expires
February 18, 2006