

MEMORANDUM

To: File

From: Randall Roy

Date: July 25, 2008

RE: Phone call with representatives of Moody's Investors Service to discuss Securities

Exchange Act Release No. 57976 (File No. S7-13-08), titled "Proposed Rules for

Nationally Recognized Statistical Rating Organizations," was discussed

Commission staff participated in a phone call on July 22, 2008 with the following representatives of Moody's Investors Service: Farisa Zarin and Janet Holmes. The Commission staff members participating on the call were Michael Macchiaroli, Associate Director; Thomas McGowan, Assistant Director; and Randall Roy, Branch Chief; Division of Trading and Markets.

Those participating on the call generally discussed Securities Exchange Act Release No. 55431.