

MEMORANDUM

To: File No. S7-16-08; Securities Exchange Act Release No. 34-58047

From: Office of the Chairman

Date: July 16, 2008

Subject: Meeting with representatives of FINRA

On July 11, 2008, Chairman Christopher Cox, Erik Sirri, Director of the Division of Trading and Markets, Buddy Donohue, Director of the Division of Investment Management, and Jim Eastman, Counsel to the Chairman, met with representatives of the Financial Industry Regulatory Authority, Inc. ("FINRA") including Chairman Mary Schapiro, Steve Luparello, EVP, Regulatory Operations, and Tom Selman, SVP, Investment Company Regulation. Chairman Schapiro indicated that as a regulator of broker-dealers FINRA was interested in the Commission's proposed changes to Rule 15a-6 under the Securities Exchange Act of 1934 and would be submitting a comment letter fully articulating FINRA's views.