
M E M O R A N D U M

To : Commission File No. S7-10-09

**From : Lillian Brown
Senior Special Counsel
Division of Corporation Finance
U.S. Securities and Exchange Commission**

**Re : Facilitating Shareholder Director Nominations
Release No. 34-60089**

Date : July 24, 2009

On July 23, 2009, Brian Breheny, Tamara Brightwell, Lillian Brown, and Eduardo Aleman of the Division of Corporation Finance met with Chuck Callan, Charles Pasfield, and Lyell Dampeer of Broadridge concerning the Commission's June 10, 2009 proposals concerning shareholder nominations to company boards of directors.