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I am writing to express my opposition to two File Numbers. File Number S7-16-07, which recommends modification to the Securities and Exchange Act of 1934, including proxy access for the nomination of directors. And File Number S7-17-07, which details shareholder proposals that deal with the election of a board of directors.

Current rules allow investors the right to nominate members to serve on the board of directors. This is a fundamental right, which preserves the democratic financial system that has allowed our capital markets to develop. At best, this right ensures shareholders' interests are represented on the board, and at worst it serves as an effective means to express shareholder preferences to current board members. The extent and scale of recent corporate scandals coupled with the outrageous compensation of some ineffective ("ineffective" is a very objective term...sure you want to use it?) executives clearly signifies the growing divergence between the interests of investors and management. It is imperative that an investor's proxy vote be not only protected, but strengthened to ensure the fiduciary obligation boards of directors have towards shareholders is preserved. It is for this reason I also oppose empowering a board of directors with the right to opt-out of the shareholder resolution process. This right will essentially shield unresponsive companies from shareholder accountability.

The suggested amendment in S7-17-07 that would require a minimum 5% outstanding stock ownership necessary to amend bylaws in order to nominate directors will further weaken investors. The logistics requirement to contact and organize a number sufficient to meet this requirement is unrealistic and does not enhance the position of investors.

Lastly, the proposal that companies can host an electronic chat room or equivalent forum instead of the current models is foolish. Under the current system, investors receive a well-developed explanation of both sides of most issues. Moving to such a forum would blend the useful information investors require to comprehend an issue with useless conversation.

For the reasons mention above, I strongly oppose the proposed amendments.