

MEMORANDUM

October 13, 2010

TO: File No. DF Title IX – Executive Compensation

FROM: Alberto Zapata
Division of Investment Management

RE: Conference Calls with Representatives of Broadridge Financial Solutions, Inc.

On July 27, 2010, Susan Nash, Associate Director, Michael Pawluk, Branch Chief, and Alberto Zapata, Senior Counsel, of the Division of Investment Management participated in a telephone call with the following Broadridge Financial Solutions, Inc. (“Broadridge”) representatives: Chuck Callan, Senior Vice President, Regulatory Affairs; Lyell Dampeer, President, Investor Communication Solutions (US); Jill Whitney, Vice President Client Services; Georgia Mandemaker, Client Services (US); Andrea Sanseviro; and Chip Pasfield, Vice President Beneficial Shareholder Services. Also, on September 3, 2010, Michael Pawluk and Alberto Zapata of the Division of Investment Management and Ayla Kayhan, staff economist of the Division of Risk, Strategy, and Financial Innovation, participated in a follow-up telephone call with Chuck Callan, Jill Whitney, Ryan Mulligan, Director of Institutional Sales, and Chip Pasfield of Broadridge.

The purpose of these calls was to discuss the implementation of the reporting requirements concerning executive compensation votes contained in Section 951(d) of the Dodd-Frank Wall Street Reform and Consumer Protection Act, including estimates of costs and possible transition periods related to the Section 951(d) reporting obligations.