

MEMORANDUM

March 3, 2011

To: File on Loan or Borrowing of Securities: Title IX Section 984(b) of the Dodd-Frank Wall Street Reform and Consumer Protection Act ("Dodd-Frank Act")

Re: Meeting with ESecLending

On March 3, 2011, personnel from ESecLending and its outside counsel met with Securities and Exchange Commission ("SEC") staff from the Division of Trading & Markets, the Division of Risk, Strategy and Financial Innovation and the Division of Investment Management. The purpose of the meeting was to discuss § 984(b) of the Dodd-Frank Act.