

**MEMORANDUM**

**FROM:** Shaheen Haji  
Attorney-Adviser  
Office of the Chief Counsel, Division of Trading and Markets  
U.S. Securities and Exchange Commission

**RE:** Meeting with Sprowtt, Inc.

**DATE:** August 9, 2012

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On August 9, 2012, Commission staff participated in a meeting with representatives of Sprowtt, Inc. to discuss issues regarding the implementation of Title III of the Jumpstart Our Business Startups Act.

The following Commission staff participated: Joseph Furey, Joanne Rutkowski, Timothy White, Daniel Gien, and Shaheen Haji from the Division of Trading and Markets.

The following representatives from Sprowtt, Inc. participated: Mike Jones of Sprowtt, Inc. and Roel Campos of Locke Lord LLP.