

MEMORANDUM

TO: Advance Public Comment File

FROM: Zachary Fallon
Special Counsel
Office of Small Business Policy
Division of Corporation Finance
U.S. Securities and Exchange Commission

RE: Meeting with Attorneys from Fried, Frank, Harris, Shriver & Jacobson LLP and Representatives of Barclays Capital, Deutsche Bank, and The Lionstone Group

DATE: June 11, 2013

On June 4, 2013, Commission staff met with Edward Alterman, Stuart Gelfond, Joshua Wechsler, and Kaihli Ross, attorneys from the law firm of Fried, Frank, Harris, Shriver & Jacobson LLP and Andrew Yeung of Barclays Capital, Steven Burwell of Deutsche Bank, and Jack Cooney of The Lionstone Group to discuss issues regarding the implementation of Title IV of the Jumpstart Our Business Startups Act.

The following Commission representatives were present: Mauri Osheroff, Gerald Laporte, Karen Wiedemann, Zachary Fallon, and Rebecca Targan from the Division of Corporation Finance; and Vladimir Ivanov and Ioannis Floros from the Division of Economic and Risk Analysis.