

MEMORANDUM

To: File No. S7-01-23

From: Corey Klemmer
Policy Counsel to the Chair
U.S. Securities and Exchange Commission

Date: August 25, 2023

Re: Discussion with Sifma Members re: Rule 192 Conflicts in Securitization

On Tuesday, August 22, 2023, Corey Klemmer, Policy Counsel to the Chair of the Securities and Exchange Commission, and Jessica Wachter, Director of the Division of Economic and Risk Analysis, met with Sifma representatives and members to discuss the proposed rulemaking on Rule 192, Conflicts in Securitization (Release No. 33-11151; File No. S7-01-23).

Commission participants included:

- Jessica Wachter, Director, the Division of Economic and Risk Analysis
- Corey Klemmer, Policy Counsel to the Chair
- Rolaine Bancroft, Division of Corporation Finance
- Brandon Figg, Division of Corporation Finance

External participants included:

- Chris Killian, MD, SIFMA
- Rob Toomey, MD, SIFMA
- Michelle Stasny, Counsel, Mayer Brown
- Jennifer Johnson, Vice President and Associate General Counsel, Nuveen
- Christopher Haas, Managing Director - Legal, Bank of America
- Tejal Wadhvani, Managing Director - Legal, Goldman Sachs
- Mike Keenan, Legal, Morgan Stanley
- Samuel Peckham, Executive Director, JP Moran Securities
- Stuart Litwin, Partner and Head of Structured Finance Practice, Mayer Brown