MEMORANDUM

To: File No. S7-03-13

From: Michael Spratt

Counsel to Commissioner Kara Stein U.S. Securities and Exchange Commission

Date: January 30, 2014

Re: Money Market Fund Proposed Rules

On January 30, 2014, Michael Spratt and Ty Gellasch, counsels to Commissioner Kara Stein, met with Amy Overton, Tim O'Neill, Jim McNamara, Andrew Donohue, and Dave Fishman of Goldman Sachs to discuss the Commission's proposed rule on money market funds.