MEMORANDUM

TO: Commission File No. S7-03-14

FROM: Matthew Lee

Office of Clearance and Settlement Division of Trading and Markets

U.S. Securities and Exchange Commission

DATE: April 24, 2014

RE: Meeting with Representatives of the Options Clearing Corporation ("OCC")

On April 23, 2014, representatives of the Securities and Exchange Commission ("SEC") participated in a meeting with representatives of OCC. The SEC representatives in attendance were Peter Curley and Katherine Martin. The OCC representatives in attendance were Craig Donohue, Michael Cahill, Jim Brown, Mike McClain, Mike Walinskas, Jean Cawley, John Fennell, Richard Wallace, and Doug MacKay.

During the meeting, the SEC and OCC representatives discussed the SEC's proposed standards for covered clearing agencies.