

M E M O R A N D U M

TO: Commission File No. S7-08-10

FROM: Adam Glass
Co-Chief Counsel
Division of Risk, Strategy and Financial Innovation
Securities and Exchange Commission

DATE: September 17, 2010

RE: Proposing Release on Asset-Backed Securities (Release Nos. 33-9117; 34-61858)

On September 9, 2010, Adam Glass and Walter Hamscher from the Division of Risk, Strategy and Financial Innovation, and Katherine Hsu of the Division of Corporation Finance participated in a conference call with Wil Gajate, Martin Nemeth, Srinivas Maloor, Philip Jacob, Rob Gutowski, and Angelo Barbieri of MSCI. Among the topics discussed was the Commission's April 7, 2010 proposing release regarding asset-backed securities and topics referenced in the MSCI's comment letter on the proposed rules.

