

**MEMORANDUM**

To: File Nos. S7-08-11 and S7-27-10 and File on Title VII of the Dodd-Frank Wall Street Reform and Customer Protection Act

From: Andrew Bernstein  
Division of Trading and Markets

Date: June 6, 2011

Re: Meeting with Citadel LLC and Winston & Strawn LLP

---

On June 6, 2011, representatives from the Securities and Exchange Commission (“SEC”) spoke by telephone with representatives from Citadel LLC (“Citadel”) and Winston & Strawn LLP. SEC representatives included John Ramsay, Haime Workie, Catherine Moore and Andrew Bernstein (all from the Division of Trading and Markets). Citadel representatives included Adam Cooper (Senior Managing Director and Chief Legal Officer), Randall Costa (Managing Director), John Nagel and Stephen Berger. Winston & Strawn LLP representatives included Michael Philipp and Dana Westfall. The participants discussed issues related to the above-referenced files.