

**MEMORANDUM**

October 16, 2009

To: File No. S7-10-09

From: Scott H. Kimpel  
Office of Commissioner Troy A. Paredes

Re: Proposed Rule: Facilitating Shareholder Director Nominations

On October 14, 2009, Commissioner Troy A. Paredes and Scott H. Kimpel, Counsel to the Commissioner, met with the following representatives of the Business Roundtable: John Castellani, Larry Burton, Alexander Cutler, and William Doggett. The participants discussed the Commission's proposed rules on facilitating shareholder director nominations.