

MEMORANDUM

To: File No. S7-22-19

From: Coy Garrison, Counsel to Commissioner Hester M. Peirce

Re: Meeting with representatives of Glass Lewis

On April 30, 2020, Commissioner Hester M. Peirce and Coy Garrison met with Nichol Garzon-Mitchell and Gordon Seymour of Glass Lewis. The general topic discussed was the Commission's proposed rules on Amendments to Exemptions from the Proxy Rules for Proxy Voting Advice.