

MEMORANDUM

To: File No. S7-22-19

From: Elizabeth Blase and Christina Thomas, Counsels to Commissioner Elad L. Roisman

Re: Meeting with the Center for Executive Compensation (“CEC”)

On May 13, 2020, Commissioner Elad L. Roisman, Christina Thomas, and Elizabeth Blase met with the following representatives of CEC:

- Ani Huang – Chief Executive Officer;
- Henry Eickelberg – Chief Operating Officer; and
- Andrew Maletz - Vice President, Compensation Research.

Among the topics discussed were the Commission’s proposed amendments to the exemptions from the proxy rules, under the Securities Exchange Act of 1934, for proxy voting advice.