

## MEMORANDUM

**To:** File No. S7-22-19

**From:** Office of Rulemaking  
Division of Corporation Finance

**Re:** Telephone Call with the U.S. Department of Justice, Antitrust Division

**Date:** April 28, 2020

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On April 28, 2020, Chairman Jay Clayton, Sean Memon (Chief of Staff to Chairman Clayton), Bryan Wood (Deputy Chief of Staff to Chairman Clayton) and Sebastian Gomez (Senior Advisor to Chairman Clayton) and staff from the Division of Corporation Finance (William Hinman, Michele Anderson, Ted Yu and Luna Bloom) had a telephone conference with Makan Delrahim (Assistant Attorney General for the Antitrust Division of the U.S. Department of Justice) and his fellow staff.

The meeting participants discussed the SEC's rulemaking proposal *Amendments to Exemptions from the Proxy Rules for Proxy Voting Advice* (Rel. No. 34-87457).