

MEMORANDUM

To: File

From: Steven G. Hearne
Senior Special Counsel
Office of Rulemaking
Division of Corporation Finance
U.S. Securities and Exchange Commission

Date: November 2, 2016

Re: Annual Meeting with the Broadridge Steering Committee

On November 2, 2016, Elizabeth Murphy, Michele Anderson, David Fredrickson, Jonathan Ingram, Ted Yu, Felicia Kung, Michael Seaman, Tiffany Posil and Steven Hearne of the Division of Corporation Finance, Tara Bhandari, and Mattias Nilsson of the Division of Economic and Risk Analysis, Tamara Brightwell, counsel to the Chair, Mark Uyeda, counsel to Commissioner Piwowar, and Mellissa Duru, counsel to Commissioner Stein met with Robert Schifellite, Chuck Callan, Lyell Dampeer, Maryellen Andersen, John Gullotta, Katerina Katolis, Laura Matlin, Charles Pasfield, Bruce Weissman, Donald Kittell, and Michael Natoli of Broadridge Financial Solutions, Inc., Keir Gumbs and David Martin of Covington & Burling, and Anne Chapman, Lawrence Conover, Steven Dapcic, Michael Garland, Philip Larrieu, Mark Lyon, Michael Marino, James Monahan, Stephen Norman, Zach Oleksiuk, William O'Shaughnessy, Chad Spitler, Joseph C. Swanson, Stacey Geer, and Tom Broderick from the Broadridge Steering Committee. During the meeting, the participants discussed the Commission's proposed Universal Proxy rulemaking, among other things.