

**MEMORANDUM**

August 6, 2009

To: File No. S7-27-08 (Roadmap for the Potential Use of Financial Statements Prepared in Accordance with International Financial Reporting Standards by U.S. Issuers)

From: Zachary S. May  
Office of Commissioner Luis A. Aguilar

Re: Meeting with Representatives of PriceWaterhouseCoopers LLP

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On Friday, July 17, 2009, Commissioner Luis A. Aguilar, and Zachary S. May, Counsel to the Commissioner, met with the following representatives of PriceWaterhouseCoopers LLP: Robert Moritz, Chairman & Senior Partner, and Laura Cox Kaplan, Leader, U.S. Government, Regulatory Affairs & Public Policy. The participants discussed, among other things, issues related to the possible use of International Financial Reporting Standards by U.S. issuers.