

Memorandum

To: File Nos. S7-27-09, S7-02-10, and S7-03-10  
From: Haimera Workie  
Counsel to the Chairman  
Office of the Chairman  
Date: March 9, 2010  
Re: Sponsored Access, Dark Pools and Market Structure

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On March 9, 2010, Chairman Mary L. Schapiro, David Shillman, Associated Director of Division of Trading and Markets, and I met with Joseph Cangemi, Lee Schneider, and Craig Vianai of BNY ConvergeEx Group and Laura Pruitt of SchiffHardin LLP. Among the topics discussed were issues related to sponsored access, dark pools and market structure outlined in the Commission's January 14, 2010 concept release titled Concept Release on Equity Market Structure, January 14, 2010 proposing release titled Risk Management Controls for Brokers or Dealers with Market Access, and November 13, 2009 proposing release titled Regulation of Non-Public Trading Interest.