

MEMORANDUM

To: File No. S7-40-10

From: Lesli Sheppard
Counsel to Commissioner Elisse B. Walter
U.S. Securities and Exchange Commission

Date: October 21, 2011

Re: Section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act Regarding Congolese Conflict Minerals

On October 21, 2011, Commissioner Elisse B. Walter and I met with Tom Quaadman and Danielle Walker of the U.S. Chamber of Commerce and Charles Yarborough and Ajey Atre of Zimmer, Inc.

We discussed the Commission's required rulemaking under Section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act, which relates to reporting requirements regarding conflict minerals originating in the Democratic Republic of the Congo and adjoining countries. We also discussed the attached handout from Zimmer, Inc.