

MEMORANDUM

To: File

From: John Fieldsend
Special Counsel
Office of Rulemaking
Division of Corporation Finance
U.S. Securities and Exchange Commission

Date: March 13, 2012

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

On March 13, 2012, SEC Deputy Chief of Staff James R. Burns and Paula Dubberly, Felicia Kung, and John Fieldsend of the Division of Corporation Finance met with Arvind Ganesan of Human Rights Watch, Patricia Feeney of RAID UK, Amol Mehra of the International Corporate Accountability Roundtable, and Corinna Gilfillan of Global Witness. The participants discussed the Commission's required rulemaking in 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. Prior to the meeting, Human Rights Watch provided to the staff the attached letter dated March 6, 2012.

Attachment

HUMAN RIGHTS WATCH

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March 6, 2012

Chairman Mary L. Schapiro
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20459-1090

Dear Chairman Schapiro,

I am writing to request a meeting with you and your team regarding the Conflict Minerals Provision, Section 1502, of the Dodd-Frank Act.

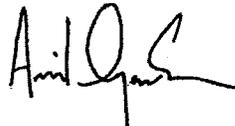
Human Rights Watch is an independent, non-governmental organization that monitors human rights developments in more than 90 countries around the world. For more than 30 years Human Rights Watch has conducted rigorous, objective investigations into alleged rights abuses and advocated for governments, international organizations and businesses to change their practices to improve protection of human rights.

In 2005, we released the report "The Curse of Gold," which documented how local armed groups fighting for the control of gold mines and trading routes in the Democratic Republic of the Congo committed war crimes and crimes against humanity using the profits from gold to fund their activities and buy weapons. The report also highlighted the role of international companies and their responsibility to clean up their supply chains. Since that time, we have also documented problems with human rights abuses associated with mining in other parts of the world and have extensive experience working with companies to monitor their operations in order to prevent human rights abuses.

We are eager to share our perspectives with you and to discuss some specific aspects of the Conflict Minerals Provision in terms of their importance to the overall efficacy of the legislation in ensuring that the procurement of minerals does not exacerbate conflict and lead to further abuses. Tricia Feeney, our colleague at Rights & Accountability in Development (RAID), has expertise on conflict minerals in the context of DR Congo's mining sector and will be visiting Washington DC the week of March 12th. If possible, we would like to schedule a meeting with you and your staff during her visit.

Should you have any queries please do not hesitate to contact me at ganesaa@hrw.org or (202) 612-4329. To schedule a meeting please contact my colleague Darcy Milburn at milburd@hrw.org or (202) 612-4357. We look forward to hearing from you soon. Thank you for your time.

Sincerely,



Arvind Ganesan
Director, Business and Human Rights Division
Human Rights Watch

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WATCH

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