

MEMORANDUM

TO: File No. SR-BX-2009-059

FROM: Yue Ding
Division of Trading and Markets

RE: Meeting with Nasdaq OMX

DATE: October 26, 2010

On October 26, 2010, staff from the Divisions of Trading and Markets, Corporation Finance, and Risk, Strategy and Financial Innovation, and the Office of Compliance Inspections and Examinations met with representatives from Nasdaq OMX. The participants from the Division of Trading and Markets were: David Shillman, Associate Director; David Hsu, Assistant Director; Susie Cho, Special Counsel; Sheila Swartz, Special Counsel; Yue Ding, Law Clerk; and Tarah White, Intern. The participants from the Division of Corporation Finance were: Gerald Laporte, Chief of the Office of Small Business Policy; Heather Maples, Senior Special Counsel; and Kevin O'Neill, Special Counsel. The participant from the Division of Risk, Strategy and Financial Innovation was Amy Edwards, Assistant Director. The participants from the Office of Compliance Inspections and Examinations were Mark Donohue, Assistant Director; Helene McGee, Assistant Director; James Chan, Deputy Assistant Director; and Grant Gartman, Branch Chief. The Nasdaq OMX representatives were: Edward S. Knight, Executive Vice President and General Counsel; Michael Emen, Senior Vice President, Listing Qualifications; Robert McCooley, Senior Vice President, New Listings; John Zecca, Senior Vice President, Surveillance; Jeffrey S. Davis, Vice President and Deputy General Counsel; William Slattery, Vice President, Listing Qualifications; Gary Sundick, Vice President, Listing Investigations; and Jonathan Cayne, Associate General Counsel.

The participants discussed issues relating to Nasdaq's proposed rule change to create a listing market, including due diligence and vetting, surveillance, disclosure, and listing requirements.