

MEMORANDUM

TO: File No. SR-DTC-2006-16

FROM: Haimera Workie
Counsel to the Chairman
Office of Chairman

DATE: March 12, 2010

SUBJECT: Meeting with Representatives of the Securities Transfer Association (“STA”)

On February 12, 2010, Chairman Mary L. Schapiro, Ricardo Delfin, Special Counsel to the Chairman, James Brigagliano, Deputy Director of the Division of Trading and Markets, Brian Bussey, Associate Director, Division of Trading and Markets, Susan Petersen, Special Counsel, Division of Trading and Markets, and I, met with the Securities Transfer Association representatives Steven G. Nelson, President and Chairman of Continental Stock Transfer and Trust Company, Thomas L. Montrone, Chairman, President, and Chief Executive Officer of Registrar and Transfer Company, and the STA’s counsel, Edward L. Pittman, Dechert LLP. The discussion included, among other things, STA’s views regarding the Commission’s approval of File No. SR-DTC-2006-16 [Securities Exchange Act Release No. 60196 (June 30, 2009)] and the issues discussed in the STA’s Petition for Review of the Commission’s approval of DTC’s rule.