

Memorandum

To: File No. SR-ISE-2009-35

From: James R. Burns
Counsel to the Chairman

Date: May 25, 2010

Re: Meeting with David Keller and Gary Katz of the International Securities
Exchange

On May 25, 2010, Chairman Schapiro, Robert Cook and Heather Seidel of the Division of Trading & Markets, and I met with David Krell, Chairman, and Gary Katz, President and CEO, of the International Securities Exchange ("ISE"). Among the topics discussed was ISE's qualified contingent trade proposal, the subject of the above-referenced rulemaking file number.