

April 26, 2016

Robert W. Errett
Deputy Secretary
United States Securities and Exchange Commission
100 F Street, NE
Washington, D.C. 20549

Re: File Number SR-NASDAQ-2016-13

Self-Regulatory Organizations; The Nasdaq Stock Market LLC; Notice of Filing of Proposed Rule Change to Require Listed Companies to Publicly Disclose Compensation or Other Payments by Third Parties to Board of Director's Members or Nominees

Dear Mr. Errett:

I previously submitted a comment letter dated April 25, 2016, on the above-referenced matter. That letter made reference to, and was based on, my latest article, *Financing Corporate Elections*, which had yet to be published at the time. As it happens, the article was just published today, and so I attach it hereto for your consideration.¹

Sincerely,



Andrew A. Schwartz
Associate Professor of Law
University of Colorado Law School

Attachment

¹ Andrew A. Schwartz, *Financing Corporate Elections*, 41 J. CORP. L. 863 (2016); *see id.* at 924-25 (discussing a disclosure requirement for golden leash payments); *id.* at 925 n.439 (discussing File Number SR-NASDAQ-2016-13); *see generally id.* at 877-85, 919-25 (analyzing the golden leash).

Copyrighted material redacted. Author cites:

Andrew A. Schwartz, "Financing Corporate Elections", (April 2016). *Journal of Corporation Law*, Vol. 41, No. 4, pp. 864-924.