

MEMORANDUM

TO: File No. SR-NASDAQ-2023-019

FROM: Stacia Sowerby, Office of Market Supervision, Division of Trading and Markets

DATE: December 21, 2023

SUBJECT: Meeting re: Valkyrie Bitcoin Fund

On December 21, 2023, David Shillman, Eric Juzenas, Thomas McGowan, Randall Roy, Sarah Schandler, and Stacia Sowerby, from the Division of Trading and Markets, and Justin Dobbie, Andrew Schoeffler, and Sebastian Gomez Abero, from the Division of Corporation Finance, participated in a meeting with the following individuals:

Steven McClurg, Valkyrie
Drew Hill, Valkyrie
Morrison Warren, Chapman and Cutler
Jim Audette, Chapman and Cutler
Jonathan Cayne, The Nasdaq Stock Market
Alison Doyle, The Nasdaq Stock Market
Ben Haskell, The Nasdaq Stock Market

The discussion concerned The Nasdaq Stock Market's proposed rule change to list and trade shares of the Valkyrie Bitcoin Fund under NASDAQ Rule 5711(d).