

MEMORANDUM

TO: File No. SR-NYSEARCA-2021-90

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

DATE: December 21, 2023

SUBJECT: Meeting re: Grayscale Bitcoin Trust

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:

Craig Salm, Grayscale
Joseph Hall, Davis Polk & Wardwell
Zachary Zweihorn, Davis Polk & Wardwell

The discussion concerned NYSE Arca, Inc.'s proposed rule change to list and trade shares of the Grayscale Bitcoin Trust under NYSE Arca Rule 8.201-E.