

MEMORANDUM

November 20, 2006

TO: File No. S7-10-05

FROM: Raymond Be
Office of Rulemaking
Division of Corporation Finance

RE: **Meeting with ComputerShare**

On November 6, 2006, John White, Martin Dunn, Paula Dubberly, Elizabeth Murphy and Raymond Be met with Paul Conn, Charles Rossi and Garet Hil, representing ComputerShare, Ltd. and discussed some of the issues raised in ComputerShare's comment letters on the Commission's proposed rules regarding Internet availability of proxy materials.