

August 24, 2010

Mr. Daniel P. Connealy
Chief Financial Officer
Waddell & Reed Financial, Inc.
6300 Lamar Avenue
Overland Park, Kansas 66202

**Re: Waddell & Reed Financial, Inc.
Form 10-K for the year ended 12/31/2009
Proxy Statement on Schedule 14A
Filed 2/26/2010
File Nos. 001-13913**

Dear Mr. Daniel P. Connealy:

We have completed our review of your Form 10-K and related filings and do not, at this time, have any further comments.

Sincerely,

Cicely LaMothe
Branch Chief