MEMORANDUM

To: File Nos. S7-01-13, S7-11-10

From: Jaime Klima, Counsel to Commissioner Paredes

Re: Meeting with Representatives of Direct Edge

On May 14, 2013, Troy A. Paredes, Commissioner, Daniel M. Gallagher, Commissioner, Jaime Klima, Counsel to Commissioner Paredes, and Elad Roisman, Counsel to Commissioner Gallagher, met with the following representatives of Direct Edge:

- William O'Brien, CEO
- Bryan Harkins, COO
- Tom McManus, Chief Compliance and Regulatory Officer
- David Franasiak, Williams & Jensen, PLLC

Among the topics discussed were proposed Regulation SCI and Regulation NMS Rule 613 (the Consolidated Audit Trail).