MEMORANDUM

TO: File No. S7-02-22

FROM: Vivian Hui

Office of Market Supervision, Division of Trading and Markets

U.S. Securities and Exchange Commission

DATE: April 16, 2024

SUBJECT: Meeting with Representatives from Investment Company Institute ("ICI")

On April 16, 2024, representatives from the U.S. Securities and Exchange Commission ("SEC") had a meeting with representatives from ICI. The SEC representatives were Haoxiang Zhu, David Shillman, Eric Juzenas, Tyler Raimo, Park Seoyeon, William Miller, Amir Katz, Eugene Hsia, David Garcia, Joanne Kim, Megan Mitchell and Vivian Hui from the Division of Trading and Markets.

The ICI representatives were Nhan Nguyen and Sarah Bessin.

The discussion concerned, among other things, the SEC proposal concerning "Amendments Regarding the Definition of 'Exchange' and Alternative Trading Systems (ATSs) That Trade U.S. Treasury and Agency Securities, National Market System (NMS) Stocks, and Other Securities" [Release No. 34-94062] and "Supplemental Information and Reopening of Comment Period for Amendments Regarding the Definition of 'Exchange'" [Release No. 34-97309].