

MEMORANDUM

TO: File No. S7-09-22
FROM: Ian Greber-Raines, Special Counsel, Division of Corporation Finance
RE: Videoconference with SandboxAQ
DATE: May 26, 2022

On May 23, 2022, staff from the U.S. Securities and Exchange Commission (“SEC”), held a videoconference with representative from SandboxAQ.

Participants in the videoconference included SEC staff from the Division of Corporation Finance: Erik Gerding (Deputy Director, Legal and Regulatory Policy), Elizabeth Murphy (Associate Director), Luna Bloom (Office Chief), and Ian Greber-Raines (Special Counsel); SEC staff from the Division of Investment Management: David Joire (Senior Special Counsel) and Christopher Staley (Branch Chief); SEC staff from the Division of Economic and Risk Analysis: Charles Woodworth (Deputy Chief Counsel), Connor Hurley (Financial Economist), and Albert Sheen (Financial Economist).

The following representatives from SandboxAQ participated in the videoconference:

- Valerie Vasquez – Director of Government Affairs;
- Nadia Harhen – Regulatory Affairs Director & Life Sciences Lead; and
- Nikolai Chernyy – Principal Engineer.

The general topic discussed was the SEC’s proposed rules on “Cybersecurity Risk Management, Strategy, Governance, and Incident Disclosure,” set forth in Release Nos. 33-11038, 34-94382, IC-34529 (Mar. 9, 2022).