

**MEMORANDUM**

TO: File No. S7-12-15

FROM: Carolyn Sherman  
Division of Corporation Finance

DATE: December 8, 2016

SUBJECT: Meeting with Representatives of Better Markets, Inc.

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On December 8, 2016, the following members of the staff of the Division of Corporation Finance met with representatives from Better Markets, Inc.: David R. Fredrickson, Chief Counsel, Anne Krauskopf, Senior Special Counsel, Joel Levine, Associate Chief Accountant, Ellie Quarles, Special Counsel, and Carolyn Sherman, Special Counsel.

The representatives from Better Markets in attendance were Stephen W. Hall, Legal Director and Securities Specialist, Lev Bagramian, Senior Securities Policy Advisor, and Jeremy Bratt, Director of External Affairs.

The discussion included the Commission's proposed rules for Listing Standards for Recovery of Erroneously Awarded Compensation.