

MEMORANDUM

To: File

From: Sheila Dombal Swartz

Date: September 29, 2008

RE: Meeting with representatives of Standard & Poor's to discuss Securities Exchange

Act Release No. 57967 (File No. S7-13-08), titled "Proposed Rules for Nationally

Recognized Statistical Rating Organizations," was discussed

Commission staff met with the following representatives of Standard & Poor's: Vickie Tillman and Rita Bolger, on September 29, 2008. The Commission staff members participating in the meeting were Randall Roy, Sheila Swartz, and Carrie O'Brien; Division of Trading and Markets.

Those participating in the meeting generally discussed Securities Exchange Act Release No. 57967.