

MEMORANDUM

To: File
From: Rebekah Goshorn
Re: Conference call with Goldman Sachs & Co. and Goldman Sachs Execution & Clearing LLC
Date: September 1, 2010

On September 1, 2010, representatives from the Securities and Exchange Commission (“SEC”) discussed with representatives from Goldman Sachs & Co. and Goldman Sachs Execution & Clearing LLC various issues pertaining to Title VII rulemakings under the Dodd-Frank Act. The SEC representatives were Mike Macchiaroli, Thomas McGowan, Randall Roy, Jim Giles, Mark Attar, Sheila Swartz and Rebekah Goshorn. From Goldman Sachs & Co. and Goldman Sachs Execution & Clearing LLC were Fran Bermanzohn, Steven Bunkin, Michael Huber, Bonnie Litt and John Vitha from the Legal Department; Mark Holloway and Ralph Silva from the Finance Division also participated.

During the course of the conference call the following issues were discussed: security-based swap dealers, capital, margin and segregation requirements for security-based swap dealers.

Goldman, Sachs & Co.

Goldman Sachs Execution & Clearing LLC

Conference call with representatives of the Division of Trading and Markets of the Securities and Exchange Commission

September 1, 2010, 2 p.m.

Agenda: discussion of implementation of Dodd-Frank legislation

From Trading and Markets: Mark Attar, Leigh Bothe, Mike Macchiaroli, Tom McGowan and Randall Roy

From GSCo and GSEC: Fran Bermanzohn, Steven Bunkin, Michael Huber, Bonnie Litt and John Vitha (Legal Department); Mark Holloway and Ralph Silva (Finance Division)

Suggestions for topics of discussion:

- 1** Segregation requirements with respect to customers and BDs for margin collected for swap and security-based swap transactions – within swap and security-based swap dealers and within full-service BDs (GSCo and GSEC). Amounts to be segregated. Computation methods for segregation requirements.
- 2** Capital requirements for swaps and security-based swaps (within swap and security-based swap dealers and within FCMs and BDs). Minimum capital requirements for security-based swap dealers, security-based swap dealers also registered as swap dealers or FCMs and security-based swap dealers also registered as BDs.
- 3** Margin requirements for security-based swaps traded within security-based swap dealers and security-based swap dealers also registered as BDs.
- 4** Expected consistency between SEC established segregation, capital and margin regulations and the comparable CFTC established regulations.
- 5** Permitted scope of activities for security-based swap dealers. Parameters for hedging trading positions.