

MEMORANDUM

TO: File No. S7-22-19 – Amendments to Exemptions from the Proxy Rules for Proxy Voting Advice

FROM: Katherine Kelly, Counsel to Commissioner Lee

RE: Meeting with Glass Lewis

DATE: August 12, 2020

On June 8, 2020, Frank Buda and Katherine Kelly, counsel to Commissioner Lee, met telephonically with representatives from Glass Lewis, Gordon Seymour and Nichol Garzon-Miller. Among the topics discussed was the SEC's proposal regarding Amendments to Exemptions from the Proxy Rules for Proxy Voting Advice.