

MEMORANDUM

TO: File No. S7-23-19 – Procedural Requirements and Resubmission Thresholds
under Exchange Act Rule 14a-8

FROM: Katherine Kelly, Counsel to Commissioner Lee

RE: Meeting with Broadridge

DATE: June 1, 2020

On February 28, 2020, Frank Buda and Katherine Kelly, counsel to Commissioner Lee, met telephonically with Chuck Callan and Erica Plank of Broadridge, and had a further telephone call with Chuck Callan on May 27, 2020. Among the topics discussed was the SEC's proposal regarding Procedural Requirements and Resubmission Thresholds under Exchange Act Rule 14a-8.