MEMORANDUM

FILE: 4-692

FROM: Michael Seaman

Special Counsel

Office of Small Business Policy

U.S. Securities and Exchange Commission

RE: Meeting with Representatives of the Angel Capital Association and Eris Group

DATE: January 21, 2016

On January 21, 2016, Commission staff met with Marianne Hudson of the Angel Capital Association and Christopher McCannell and Gregory Mesack of Eris Group. Among the topics discussed was the accredited investor definition.

The following Commission staff members participated: Sebastian Gomez Abero and Michael from the Office of Small Business Policy, Division of Corporation Finance.