November 25, 2013

TO: Executive Secretary

FROM: Kathy Russo

Supervisory Counsel Legal Division

SUBJECT: Meeting with Representatives from Prudential, Vanguard and Deutsche Bank

Asset Management Related to Section 941 of the Dodd-Frank Wall Street Reform

and Consumer Protection Act

Please include this memorandum in the public file on the Notice of Proposed Rulemaking relating to Credit Risk Retention (RIN 3064-AD74), 78 Fed. Reg. 57927.

On November 21, 2013, FDIC staff (George Alexander, Kathy Russo, Phil Sloan and Tom Lyons) participated in a meeting with the following representatives of the Commercial Real Estate Finance Council (CREFC) and its members: Martin Schuh, Christina Zausner, Nelson Hioe, Tom Nealon, Adam Hayden, Scott Sinder, Rene Theriault, Josh Mason, Steve Renna and Paul Vanderslice.

The discussion focused on commercial mortgage-backed securitizations (CMBS) and the views of CREFC with respect to certain parts of the risk retention proposal as it relates to CMBS.