



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

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IN RE: APPRAISAL OF DELL INC.) C.A. No. 9322-VCL
_____)

ORDER REGARDING EXPERT REPORTS

WHEREAS:

A. The members of the Court of Chancery have observed expert witnesses presenting their opinions in more adversarial fashion and acting more as advocates rather than as advisors to the court on matters where scientific, technical, or other specialized knowledge would be helpful to the trier of fact.

B. The members of the Court of Chancery have discussed this trend and means of addressing it so that expert witnesses take seriously their duty to act as responsible advisors to the court.

C. Ensuring that expert reports are exposed to public scrutiny and possible criticism by the community of interest may encourage more responsible behavior.

D. The Chancellor has taken the lead on this issue in *In re Appraisal of Solera Holdings, Inc.*, 2018 WL 3625644, at *34 (Del. Ch. July 30, 2018), and similar action has been taken by other members of the court.

E. By directing that the expert reports be made public in this case, the court is not intimating any criticism of the experts involved, but rather endorsing the broader goal of transparency.

NOW, THEREFORE, IT IS HEREBY ORDERED:

1. Within ten days of the date of this order, the parties shall file on the docket the reports that their experts prepared.

2. Because the case proceeded through a trial in open court, it seems highly unlikely that any portion of the expert reports could be entitled to confidential treatment. If a party believes that some portion of an expert report warrants confidential treatment, the party shall file a motion identifying the specific information that warrants confidential treatment, explaining why the information is not public in light of the trial, explaining why the information warrants confidential treatment, and identifying the particularized harm that would result from the expert report being filed publicly without the information being redacted.



Vice Chancellor Laster
November 16, 2018