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June 14, 2016

VIA E-FILING

The Honorable J. Travis Laster
Delaware Court of Chancery
New Castle County Courthouse
500 North King Street - Suite 11400
Wilmington, DE 19801

Re: *In Re: Appraisal of Dell, Inc.*,
C.A. No. 9322-VCL

Dear Vice Chancellor Laster:

I write on behalf of Petitioners Magnetar Capital Master Fund Ltd, Magnetar Global Event Driven Master Fund Ltd, Spectrum Opportunities Master Fund Ltd, and Blackwell Partners LLC (the "Magnetar Funds"), and Global Continuum Fund, LTD and Wakefield Partners LP (the "Global Continuum Petitioners"), which together represent approximately 85% of the shares that have been found entitled to appraisal. As indicated in Mr. Hendershot's letter of even date herewith, we submit this letter to identify issues remaining for resolution as suggested by Your Honor's May 31, 2016 ruling.

It is regrettable that we were required to burden the Court with an additional submission, but lead petitioners' counsel refused to allow our position to be

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included in Mr. Hendershot's joint letter. Indeed, notwithstanding Grant & Eisenhofer's ("G&E") appointment as lead petitioner's counsel, they do not speak on behalf of all petitioners with respect to either their fee and expense petition or our motion for appointment as co-lead counsel. We are direct parties to those disputes, even more so than Dell, and therefore our views should not have been excluded from the joint letter.

In respect of the briefing schedule on the co-lead counsel motion, the Magnetar Funds have been advised by G&E that G&E does not intend to file an opposition brief, and therefore respectfully request that the Court decide the motion as submitted.

In respect of the payment mechanism and timing, the Magnetar Funds and the Global Continuum Petitioners would request that upon resolution of the motion to modify Court's May 31, 2016 opinion calculation of fair value, Respondent should (i) pay out directly to each petitioner the undisputed portion of their payout, including statutory interest accrued through the May 31 ruling and accrued per diem interest thereafter, and (ii) pay the disputed portion of each petitioner's

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payout amount (including with respect to the T. Rowe Petitioners) -- i.e., the \$0.733 per share in expenses and the \$0.72 per share in fees sought by G&E pursuant to its June 2, 2016 fee and expense petition -- into an escrow account. That escrowed amount would ultimately be paid out to G&E and each non-G&E petitioner, respectively, in accordance with the Court's decision on the fee and expense dispute (and following any determination regarding whether the Respondent or the Petitioners will exercise their right to appeal).

Respectfully,

/s/ Samuel T. Hirzel, II

Samuel T. Hirzel, II (# 4415)

STH/jmr
Enclosure

cc: Stuart M. Grant, Esq. (via e-file)
Megan D. McIntyre, Esq. (via e-file)
Michael J. Barry, Esq. (via e-file)
Christine M. Mackintosh, Esq. (via e-file)
Rebecca A. Musarra, Esq. (via e-file)
John D. Hendershot, Esq. (via e-file)
Gregory P. Williams, Esq. (via e-file)
Susan Hannigan, Esq. (via e-file)
Andrew J. Peach, Esq. (via e-file)
Thomas Uebler, Esq. (via e-file)

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cc: Jeremy D. Anderson, Esq. (via e-file)