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May 8, 2018

VIA E-FILE AND HAND DELIVERY

The Honorable J. Travis Laster
Delaware Court of Chancery
500 North King Street, Suite 11400
Wilmington, Delaware 19801

PUBLIC VERSION--
FILED: May 15, 2018

Re: *In re Appraisal of Dell Inc., C.A. No. 9322-VCL (Del. Ch.)*

Dear Vice Chancellor Laster:

I write on behalf of Respondent Dell Inc. (“Dell”) to advise the Court that Dell has reached a definitive agreement to resolve this action as to petitioners Magnetar Global Event Driven Master Fund Ltd. (Demand No. 4), Magnetar Capital Master Fund Ltd. (Demand No. 6), Spectrum Opportunities Master Fund Ltd. (Demand No. 16) and Blackwell Partners LLC (Demand No. 25) (collectively, the “Magnetar Parties”), subject to the approval of the Court under 8 *Del. C.* § 262(k). The Magnetar Parties have agreed to accept payment of the merger consideration (\$13.75 per share) plus interest accrued at the statutory rate from the date of the merger until the date of payment. Dell is prepared to settle on the same terms (*i.e.*, payment of the \$13.75 per share merger price plus statutory interest

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through the date of payment) with any or all of the remaining petitioners and stockholders entitled to the appraisal remedy. Dell and the Magnetar Parties anticipate submitting a proposed order of dismissal as to the Magnetar Parties for the Court's approval promptly.

Counsel will be available at the Court's convenience.

Respectfully submitted,

/s/ Gregory P. Williams

Gregory P. Williams (#2168)

Words: 280

GPW

cc: Stuart M. Grant, Esquire (by e-file)
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