

# THE SHAREHOLDER FORUM, INC.

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September 14, 2016

*By email*

Stuart M. Grant, Esquire  
Grant & Eisenhofer P.A.  
123 Justison Street, 7th Floor  
Wilmington, Delaware 19801  
and

John D. Hendershot, Esquire  
Richards, Layton & Finger, P.A.  
One Rodney Square  
920 North King Street  
Wilmington, Delaware 19801

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

Dear Messrs. Grant and Hendershot:

In the absence of any response by Mr. Grant to the September 9 letter I addressed to him as Lead Counsel, I must assume he has determined that his firm will not be representing the interests of claimants other than his T. Rowe Price clients in relation to any settlement offered by Dell. I therefore ask Mr. Grant as a representative of only his T. Rowe Price clients and Mr. Hendershot as a representative of Dell to respond as appropriate to the following questions:

1. Will Dell voluntarily provide a copy of the settlement agreement that both of you asked the Court to approve? If not, can either of you provide a reason why the Court should not be asked to compel disclosure?
2. Since Mr. Grant has stated the Court was not provided with a copy of the settlement agreement, I must ask whether the Court was provided with any other written definition of the terms of settlement for its June 29, 2016 approval.
3. Have any other claimants agreed to this or other settlements, or otherwise waived their rights to appeal Court decisions in the Dell case?

Please let me know if you will need more than a couple of days to respond.

Sincerely,

Gary Lutin

cc: Paul C. Brown, Esquire  
Samuel T. Hirzel, II, Esquire