

Dell Provides Copy of Secret Settlement, Confirming First Version of Terms

Responding to the motion of the Forum's representative Cavan petitioner for the court to clarify the terms of Dell's settlement with the clients of Lead Counsel,¹ Dell finally agreed the day before a scheduled court hearing to provide a copy of the actual written agreement for confidential review.²

The provisions of that confidential June 24, 2016, written agreement appear to be consistent with our previously reported understanding of the oral summary provided by Dell during the June 27, 2016, private teleconference on which the court based its approval.³

The actual agreement does not support Dell's second version of the settlement, described in their response to Cavan's motion⁴ as a payment for the release of rights to appeal only two decisions: (i) the May 11, 2016 court decision that dismissed Lead Counsel's clients based on voting and (ii) the May 31, 2016 decision denying interest to those and other dismissed clients.⁵

Since court action was no longer required to learn the terms of Dell's settlement, the Cavan motion has been withdrawn. It is assumed that the court will now be able to enter its final order and judgment in the case so that claimants can either accept their payment or appeal.

Claimants considering either appeal or a negotiated release of rights to appeal should of course confer with legal counsel and, if appropriate, communicate with Dell's representative to explore a settlement.

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¹ See the [October 14, 2016 Forum Report: Asking the Court to Define Fair Settlements in Dell Appraisal](#); for the motion itself, see [October 14, 2016, In Re: Appraisal of Dell, Inc. \(Consol. C. A. No. 9322-VCL\): Motion of Petitioner Cavan to Clarify and Enforce Order Approving Settlement](#).

² For filings relating to the court's scheduling of a hearing, the support of other petitioners, Cavan's request to postpone the hearing upon Dell's agreement to provide a copy of the settlement agreement subject to the case Confidentiality Order, and Cavan's advice to the court that Dell had provided the agreement so that its motion could be withdrawn, see the "[Settlement with former petitioners](#)" section of the reference page for the Forum's Dell project website.

³ See the [July 12, 2016 Forum Report: Investigating Opportunities to Negotiate an Extra \\$.88 per Share](#).

⁴ See [October 24, 2016 Forum Report: Dell Response Confirms Need for Court Clarification of Settlement](#).

⁵ The actual written agreement also does not support a third version of provisions, described as "a settlement with Dell for \$14.63 per share" on page 15 (PDF p. 16) of [November 9, 2016, In Re: Appraisal of Dell, Inc. \(Consol. C. A. No. 9322-VCL\): Lead Counsel Proposal of Final Order and Judgment](#).