

To Our Clients

Minority Shareholder Freezeouts
Delaware Short Form Mergers

The December 7, 1977 decision of the Delaware Chancery Court in Kemp v. Angel, Civ. No. 5442, in granting a preliminary injunction, extends the "entire fairness" requirement of Singer v. Magnavox for long form freezeout mergers to short form freezeout mergers, thus abandoning the long held view that the only issue in a Delaware short form merger was price, with that to be decided in an appraisal proceeding after the merger was consummated.

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