

UNSOLICITED VIEWS

MoFo's monthly newsletter chronicling developments in hostile M+A

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Deal Tracker

click name of situation below

- Ark Restaurants Corp./Landry's, Inc.
- Calgon Carbon/Starboard
- CommonWealth/Corvex *NEW*
- Complete Genomics/Illumina
- Compuware/Elliott
- CreXus/Annaly
- Enzon/Icahn
- Ferro/Shareholder Committee
- Hess/Elliott
- International Game Technology/Ader
- Lear/Oskie *NEW*
- Learning Tree/Mill Road
- LOOKSMART/PEEK
- Mac-Gray/Moab Capital *NEW*
- MEMSIC/IDG-Accel
- MIPS Technologies/CEVA
- ModusLink/Handy & Harman
- Myers Industries/GAMCO *NEW*
- Netflix/Icahn
- Obagi/Voce
- Office Depot/Starboard *NEW*
- Outdoor Channel/Kroenke Sports *NEW*
- ProPhase/Matrixx
- SandRidge/TPG-Axon
- Take-Two/Icahn
- Tessera/Starboard
- Tyson Foods/Humane Society
- Walter Energy/Audley *NEW*
- Wausau Paper/Starboard
- Zoltek/Quinpario *NEW*

Featured Article

PRACTICAL TIPS ON BOARD CONFIDENTIALITY

Heightened stockholder engagement and influence, a proliferation in the availability of third-party information (including through social media) and a desire for greater corporate transparency and accountability have increased the pressure on corporate directors to share information with stockholders. In addition, the influence of activist investors and the increasing number of board members selected by activists and other investors has increased the likelihood of informational conflicts involving stockholder-designated directors. We have included in this article a few pieces of practical advice that a board can follow to address some of the principal issues relating to board confidentiality. [Read more](#)

In the Courts

KALLICK V. SANDRIDGE ENERGY, INC.

In *Kallick v. SandRidge Energy, Inc.*, the Delaware Court of Chancery enjoined a board of directors from impeding a stockholder's solicitation of written consents to replace the board, unless the board first approved the stockholder's nominees for purposes of a change in control provision in the company's credit agreements. [Read more](#)

IN RE BIOCLINICA, INC. SHAREHOLDER LITIGATION

In *In re BioClinica, Inc. Shareholder Litigation*, the Delaware Court of Chancery in a memorandum opinion on a motion to expedite examined the cumulative effect of deal protection devices to determine whether they should have been deemed preclusive under *Omnicare*. [Read more](#)


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BY THE NUMBERS

Hedge Fund Activism in the Technology Sector 2011-2012

MOFO M+A 2012 ANNUAL REVIEW

Click [here](#) to view.



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LEGENDARY SERVICE LEGENDARY DEALS

The world's leading companies come to MoFo for their biggest deals

 <p>\$4.42 Billion Acquisition of HealthCare Partners, LLC Counsel to DaVita Inc.</p>	 <p>\$4.8 Billion Acquisition of Hitachi Storage by Western Digital Counsel to Hitachi</p>	 <p>\$16 Billion Acquisition of Archstone Portfolio From Lehman Brothers Counsel to Equity Residential</p>	 <p>\$20.1 Billion Acquisition of 70% of Sprint Nextel Counsel to SOFTBANK</p>
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Biggest U.S. Healthcare M+A Deal of 2012 Biggest U.S. Tech M+A Deal of 2012 Biggest U.S. Real Estate M+A Deal of 2012 Biggest U.S. M+A Deal of 2012

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