

COURT OF CHANCERY
OF THE
STATE OF DELAWARE

WILLIAM B. CHANDLER III
CHANCELLOR

P.O. Box 581
GEORGETOWN, DE 19947
TELEPHONE (302) 856-5424
FACSIMILE (302) 856-5251

Submitted: December 7, 2004
Decided: December 9, 2004

Kevin G. Abrams
Srinivas M. Raju
K. Tyler O'Connell
Richards, Layton & Finger
P.O. Box 551
Wilmington, DE 19899

Henry E. Gallagher, Jr.
Collins J. Seitz, Jr.
Christos T. Adamopoulos
Connolly Bove Lodge & Hutz LLP
P.O. Box 2207
Wilmington, DE 19899

Re: *In re Digex, Inc. Shareholders Litigation*
Consolidated Civil Action No. 18336

Dear Counsel:

Upon careful consideration of the parties' submissions, the Court's Judgment and Order follow. This Court issued an Order on November 18, 2004 (the "Order") ordering Digex, Inc. ("Digex") to pay \$500,000 to the law firm of Richards, Layton & Finger, P.A. ("RLF"). In accordance with Court of Chancery Rules 54(a) and 58, that Order constituted the Judgment of this Court. In order to permit the parties to create a form of final order and judgment if they thought it necessary, the Court wrote that, "[t]o the extent that

a further order is necessary to implement this opinion, counsel shall submit a form of order and judgment consistent with the conclusions herein.” The foregoing sentence was not meant to convey that any other form of final order or judgment was absolutely necessary, nor was it the Court’s intention to give the parties the impression that the date of this Court’s judgment would be anything other than the date that Order was issued—November 18, 2004.

Digex is correct in its argument that a proper form of order should not include a mandatory provision calling for the payment of the judgment within a specified period of time. RLF has not made a showing that it is entitled to what would essentially amount to the equitable remedy of an injunction, requiring Digex to pay the judgment within a specified period of time. If Digex elects not to pay the judgment in a timely fashion, RLF is entitled to pursue all remedies available to judgment creditors.

Therefore, whereas the Court considered the parties’ briefs and arguments with respect to enforcement of certain aspects of the settlement of this action, and issued its November 18, 2004 Order, and for the reasons set forth therein:

1. Judgment is hereby entered against Digex, Inc. and in favor of Richards, Layton & Finger, P.A., in the amount of \$500,000, with post-judgment interest thereon at the legal rate, as set forth in 6

Del. C. § 2301(a), from November 18, 2004, until the date this judgment is paid.

2. This Order shall constitute the Final Order and Judgment of the Court.

IT IS SO ORDERED.

Very truly yours,

/s/ William B. Chandler III

William B. Chandler III

WBCIII:amf