## IN THE SUPREME COURT OF THE STATE OF DELAWARE

LOIS RABINOVITZ, JOHN C.	Ş
JOHNSON, JR., Trustee for John C.	§ No. 335, 2003
Johnson, Jr. Target Pension Plan, ERNEST	§
HACK, RICHARD KRANTZ, and	§
SAM WEITSCHNER,	§
	§
Plaintiffs Below,	§
Appellants,	§
	Ş
V.	§ Court Below: Court of Chancery
	§ of the State of Delaware
ROBERT B. SHAPIRO, JOHN S. REED,	§ in and for New Castle County
ROBERT E. RUBIN, ROBERT I. LIPP,	<ul> <li>Court Below: Court of Chancery of the State of Delaware in and for New Castle County</li> <li>C.A. No. 19827</li> </ul>
KENNETH J. BIALKIN, C. MICHAEL	§ C.A. No. 19827
ARMSTRONG, ALAIN J. P. BELDA,	§
KENNETH T. DERR, JOHN M.	§
DEUTCH, ANN DIBBLE JORDAN,	§
REUBEN MARK, MICHAEL T. MASIN,	Š
DUDLEY C. MECHUM, RICHARD D.	§
PARSONS, ANDRALL E. PEARSON,	§
FRANKLIN A. THOMAS, SANFORD I.	§
WEILL, ARTHUR ZANKEL and THE	§
HONORABLE GERALD R. FORD,	§
	§
Defendants Below,	§
Appellees,	<sup>8</sup>
	<sup>8</sup>
and	8
	8
CITIGROUP INC., a Delaware	8
Corporation,	<sup>8</sup>
1 ,	<sup>8</sup>
Nominal Defendant	\$ \$ \$ \$
Below, Appellee.	ş

Submitted: November 12, 2003 Decided: November 12, 2003

Before HOLLAND, BERGER and STEELE, Justices.

## <u>O R D E R</u>

This 12<sup>th</sup> day of November, 2003, the Court, having considered this matter on the briefs of the parties, and having concluded that the same should be affirmed on the basis of and for the reasons assigned by the Court of Chancery in its order dated June 5, 2003,

NOW, THEREFORE, IT IS HEREBY ORDERED that the judgment of the Court of Chancery be, and the same hereby is

AFFIRMED.

BY THE COURT:

<u>/s/ Carolyn Berger</u> Justice