

IN THE SUPREME COURT OF THE STATE OF DELAWARE

IN RE COX RADIO, INC. §
SHAREHOLDERS LITIGATION §

TOWERVIEW LLC, HARTZ CAPITAL §
INVESTMENTS, LLC, METROPOLITAN §
CAPITAL ADVISORS, LP, §
METROPOLITAN CAPITAL ADVISORS §
INTERNATIONAL, LTD., JEFFREY E. §
SCHWARZ, and METROPOLITAN §
CAPITAL ADVISORS SELECT FUND, §
L.P., §

Objectors Below, §
Appellants, §

v. §

GEORGE LEON, as Trustee for the §
George Leon Family Trust, and CORAL §
SPRINGS POLICE PENSION FUND, §
Individually and on Behalf of All Others §
Similarly Situated, §

Plaintiffs Below, §
Appellees, §

and §

JUANITA P. BARANCO, NICK W. §
EVANS, JR., JAMES C. KENNEDY, §
G. DENNIS BERRY, JIMMY W. HAYES, §
PAUL M. HUGHES, MARC W. §
MORGAN, ROBERT F. NEILL, §
NICHOLAS D. TRIGONY, COX RADIO, §
INC., COX ENTERPRISES, INC., and §
COX MEDIA GROUP, INC., §

Defendants Below, §
Appellees. §

§ No. 331, 2010

§ Court Below:
§ Court of Chancery
§ of the State of Delaware

§ C.A. No. 4461

Submitted: November 17, 2010

Decided: November 22, 2010

Before **HOLLAND, BERGER** and **RIDGELY**, Justices.

ORDER

This 22nd day of November 2010, on consideration of the briefs and arguments of the parties, the Court has concluded that this matter should be affirmed on the basis of and for the reasons assigned by the Court of Chancery in its Memorandum Opinion dated May 6, 2010. The Court of Chancery concluded that, even if the transactions at issue were subjected to the entire fairness standard of review, the proposed settlement should be approved.¹ Accordingly, we need not and do not express any view as to the proper standard by which the underlying transactions should be reviewed.

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

BY THE COURT:

/s/ Carolyn Berger
Justice

¹Cf. *Kahn v. Lynch Communication Systems, Inc.*, 638 A.2d 1110 (Del. 1994); *In Re Pure Resources, Inc. S'holders Litig.*, 808 A.2d 421 (Del. Ch. 2002).