

IN THE SUPREME COURT OF THE STATE OF DELAWARE

ROBERT L. KOHLS and LOUISE A.	§	
KOHLs,	§	No. 433, 2000
	§	
Plaintiffs Below,	§	
Appellants,	§	
	§	
v.	§	Court Below: Court of
	§	Chancery of the State of
KENETECH CORPORATION and	§	Delaware in and for
MARK D. LERDAL, ANGUS M.	§	New Castle County
DUTHIE, GERALD R. ALDERSON,	§	C.A. No. 17763-NC
and CHARLES CHRISTENSON,	§	
	§	
Defendants Below,	§	
Appellees.	§	

Submitted: November 20, 2001

Decided: April 5, 2002

Before **VEASEY**, Chief Justice, **WALSH**, **HOLLAND**, **BERGER**, Justices and **HARTNETT**,* Justice (Retired), constituting the Court *en Banc*.

O R D E R

This 5th day of April, 2002, the Court, having considered this matter on the briefs and arguments 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 opinion dated July 26, 2000 without reaching the general question of

* Sitting by designation pursuant to Del. Const. art. IV, §38 and 29 Del.C. §5610(a)(2).

whether or to what extent directors of a corporation said to be in the so-called “vicinity of insolvency” owe fiduciary duties to preferred stockholders;

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

AFFIRMED.

BY THE COURT:

/s/ Carolyn Berger
Justice