

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE  
IN AND FOR NEW CASTLE COUNTY

LITERARY PARTNERS, L.P., et al., )  
 )  
Plaintiff, )  
 )  
v. )  
 )  
TIME INCORPORATED, TW SUB INC., )  
JAMES F. BERE, MICHAEL D. )  
DINGMAN, EDWARD S. FINKELSTEIN, )  
MATINA S. HORNER, DAVID T. KEARNS )  
GERALD M. LEVIN, HENRY LUCE III, )  
JASON D. McMANUS, J. RICHARD )  
MUNRO, N.J. NICHOLAS, JR., JOHN )  
R. OPEL, DONALD S. PERKINS, )  
WARNER COMMUNICATIONS, INC., )  
 )  
Defendants. )

C.A. No. \_\_\_\_\_

NOTICE OF MOTION

Martin P. Tully, Esq.  
Morris, Nichols, Arsht & Tunnel  
1105 N. Market Street  
P.O. Box 1347  
Wilmington, DE 19899

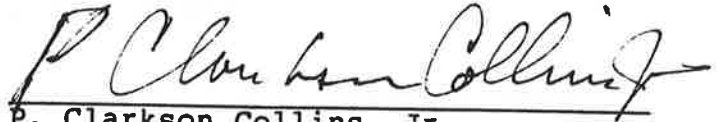
Attorneys for Defendants,  
Time Incorporated, its  
Board of Directors and  
TW Sub, Inc.

Charles F. Richards. Jr., Esq.  
Richards, Layton & Finger  
One Rodney Square  
P.O. Box 551  
Wilmington, DE 19899

Attorneys for Defendant,  
Warner Communications, Inc.

PLEASE TAKE NOTICE that the annexed Motion for a  
Temporary Restraining Order will be presented before the  
Honorable William T. Allen at such earliest time as the Court  
shall direct.

MORRIS, JAMES, HITCHENS & WILLIAMS



P. Clarkson Collins, Jr.  
Lewis H. Lazarus  
Barbara MacDonald  
222 Delaware Avenue  
P.O. Box 2306  
Wilmington, DE 19899  
Attorney for Plaintiffs

OF COUNSEL:

Michael R. Klein  
Richard W. Cass  
Jane C. Sherburne  
Thomas W. Jeffrey  
Eric Markus  
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2445 M Street, N.W.  
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(202) 663-6000

June 26, 1989

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE  
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LITERARY PARTNERS, L.P., et al., )  
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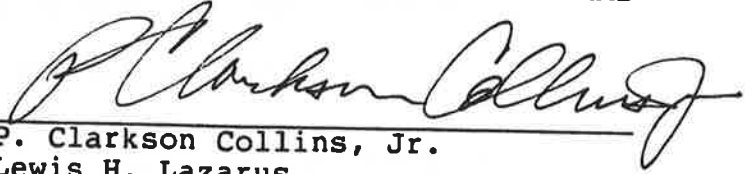
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WARNER COMMUNICATIONS, INC., )  
 )  
Defendants. )

MOTION FOR A TEMPORARY RESTRAINING ORDER

Plaintiffs hereby move pursuant to Rule 65(b) of the Chancery Court Rules, for an order in the form attached temporarily enjoining the defendants, pending a decision on plaintiffs' motion for a preliminary injunction, from holding the annual shareholders' meeting of Time Incorporated currently scheduled for June 30, 1989.

In support of their application, Plaintiffs rely on their Verified Complaint for Declaratory and Injunctive Relief, Plaintiffs' Memorandum in Support of Their Motion for a Temporary Restraining Order and the Affidavit of P. Clarkson Collins, Jr., all of which have been filed contemporaneously herewith.

MORRIS, JAMES, HITCHENS & WILLIAMS



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Defendants. )

C.A. No. \_\_\_\_\_

TEMPORARY RESTRAINING ORDER

This \_\_\_\_ day of June, 1989, in accordance with this Court's opinion dated June \_\_\_\_, 1989,

IT IS HEREBY ORDERED THAT:

1. Defendants and their directors, officers, agents, employees, attorneys, servants, subsidiaries and any persons acting in concert with them are temporarily restrained, pending a decision on plaintiffs' motion for a preliminary injunction, from holding the annual shareholders' meeting of Time Incorporated currently scheduled for June 30, 1989.

2. Pursuant to Rule 65(c) of this Court, plaintiffs shall post a bond in the sum of \$\_\_\_\_\_ without corporate surety by \_\_\_\_\_ . m. on June \_\_\_\_, 1989, for the

payment of such costs and expenses as may be incurred or suffered by the defendants should it later be determined that defendants have been wrongfully enjoined or restrained.

3. This Order shall become effective upon execution, provided that the above-described bond without surety is filed with the Court no later than as set forth above.

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Chancellor