

Doc.

IN THE SUPREME COURT OF THE STATE OF DELAWARE

WILLIAM B. WEINBERGER)	
and EDWARD U. NOTZ,)	
)	
Plaintiffs,)	
)	
v.)	No. 90, 1985
)	
THE SIGNAL COMPANIES, INC.,)	
)	
Defendant.)	

PLAINTIFFS' RESPONSE TO DEFENDANT'S MOTION TO STAY
PENDING RESOLUTION OF SIGNAL'S MOTION TO AFFIRM

Pursuant to Rule 30, the plaintiffs oppose the defendant Signal's motion to stay briefing on Signal's cross-appeal pending determination of Signal's own motion to affirm for the following reasons:

A. Signal's Motion to Affirm is Without Merit
and Will Result in Further Delay

First, Signal's underlying motion to affirm is, on its face, totally without merit. Signal has simply excerpted several lines from this Court's opinion remanding the case as the basis for claiming that the decision of the Chancellor was correct (1) in declining to determine the intrinsic value of the UOP shares, (2) in refusing to determine rescissory damages, and (3) instead of

*Hand Serve
5-17-85
Mr. Sparks
Mr. Bayson*

determining damages as required by this Court, making a token \$1.00 penalty award. The foregoing is all set out fully in detail in the plaintiffs' opening brief in support of their appeal.

Second, Signal's motion to affirm (whether deliberately intended so or not) will in all probability result in further delay in the argument in this second appeal past the Court's Summer recess in a case that is already eight years old. The foregoing will mean that the case will not even come on for argument, much less decision, until the Fall of 1985 at the earliest. Thus, this Court could and should moot the present motion by denying the motion to affirm forthwith.

B. Signal's Motion to Postpone Briefing in
Connection With Its Own Cross-Appeal Should Be Denied
Because Briefing Will Have to Take Place
Regardless of the Outcome of the Motion to Affirm

Signal seeks to compound the foregoing delay by moving this Court to enter an order* staying the briefing on Signal's own cross-appeal as to interest. Since Signal's cross-appeal will remain outstanding regardless of the outcome of Signal's motion to affirm, the briefing on Signal's cross-appeal will have to take place before the cross-appeal can be heard.

* Contrary to the requirements of Rule 30A, no form of order was attached to Signal's motion.

C. Rule 30(e) Mandates Denial of Signal's Motion

Rule 30 specifically provides:

"(e) Motions not to delay the progress of the appeal. Unless the Court shall otherwise order and subject to Rule 25(a), the filing and disposition of a motion shall not alter or extend the time for the filing of briefs pursuant to Rule 15."

WHEREFORE, plaintiffs urge that Signal's motion to stay the briefing on Signal's own cross-appeal be denied and further urge the Court to deny Signal's motion to affirm. A form of order is attached hereto.

PRICKETT, JONES, ELLIOTT,
KRISTOL & SCHNEE

By 

William Prickett
1310 King Street
Post Office Box 1328
Wilmington, Delaware 19899
(302) 658-5102
Attorneys for Plaintiffs

May 17, 1985