

## Deals In Review: January-June 2002

### Welcome to the Premier Edition of Georgeson Shareholder's "Deals in Review"

It's been a very busy year for the Georgeson Shareholder (GS) M&A Advisory Group. We've been fortunate to participate in some of 2002's most notable deals and proxy contests.

But that's nothing new for GS. In fact, no firm has advised clients in more high-profile M&A transactions. For over 65 years, Georgeson Shareholder has been the world's #1 advisor in corporate control solicitations. The GS M&A Advisory Group is also the leader in representing clients in hostile transactions.

This "Deals in Review" report is intended to update you with brief profile summaries of the key deals and proxy contests we've completed this year for our clients.

In this first edition, we'll review the following deals:

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#### **Aetna Inc. vs. Providence Capital (U.S.)**

Defending shareholder rights by retaining "poison pill" protection.

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#### **Hewlett-Packard & Compaq Computer Corporation (U.S.)**

Completing the hotly contested merger of the #2 and #3 computer makers in the U.S. (2001) – one of the largest technology mergers in American business history.

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#### **TRW Inc. vs. Northrop Grumman (U.S.)**

Ensuring the best price for shareholders during an unsolicited takeover.

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#### **OrbiMed Advisors LLC vs. Pharmacoepia, Inc. (U.S.)**

Swaying shareholder decisions without the need for a full-blown proxy fight.

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#### **M&A Consulting, Inc. vs. Tokyo Style Company (Japan)**

Making historic strides toward shareholder rights in Japan.

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#### **Royal Doulton (UK/Europe)**

Winning shareholder support for debt restructuring in record time.

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We hope the stories behind these shareholder events will help you understand why Georgeson Shareholder can offer you unsurpassed advice and representation in M&A transactions, non-routine voting matters, proxy contests and other extraordinary events.

The next time you or your client faces a challenging shareholder solicitation, please contact us at 212.440.9800. To download a full-length case study on any of the above deals, visit us at [www.georgesonshareholder.com](http://www.georgesonshareholder.com).

Thank you.

Georgeson Shareholder