

News

BCLP PARTNER IN 'THE DEAL' AND 'CNN' ON MUSK-TWITTER ACQUISITION

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BCLP Partner Kenneth Henderson was quoted July 13 by *The Deal* and July 15 by CNN concerning Elon Musk's proposed Twitter acquisition, which is heading to the Delaware Court of Chancery after Twitter launched legal action seeking to compel Musk to close his \$44 billion acquisition. Ken said a renegotiation at a lower price is possible but that a settlement with a "very large payment" to Twitter, beyond the \$1 billion breakup fee, was more likely. If the Delaware court ordered Musk to complete the deal and he refused, he could be held in contempt, Ken said. He noted that if Musk refused to comply with a court order to complete the deal, a variety of "sanctions or fines of various types could be imposed." Ken noted that he didn't think Musk could invoke MAE (material adverse effect) to walk away from the deal, even if he found there were twice as many Twitter spam accounts, for example, as the company had indicated to him. "That is not some new change or circumstance that would result in MAE for the company," he said. "That's not enough for him to get out of the deal."

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