

SCREENING QUESTIONS

1. {Age}

18 or older;
Not 18 or older [END]

2. Are you registered to vote in Delaware?

Yes
No [**TERMINATE**]
Not sure [**TERMINATE**]

3. Do you consider yourself a Democrat, a Republican, or an Independent?

Democrat	42%
Republican	26%
Independent	29%
Some other political party	1%
Not sure	2%

4. Did you vote in the November 2016 presidential election?

Yes	89%
No	11%
Not sure	0%

5. [IF YES] Who did you vote for in the November 2016 presidential election?

Hillary Clinton	53%
Donald Trump	42%
Other	3%
Not sure	2%

FAMILIARITY/FAVORABILITY

Now you're going to answer some questions about some people and organizations in the news. After each, please indicate if you have a very favorable, somewhat favorable, somewhat unfavorable, or very unfavorable impression, or if you have never heard of them.

6. The Delaware Court of Chancery

	<u>March</u>	<u>May</u>
TOTAL FAVORABLE	41%	47%
TOTAL UNFAVORABLE	7%	10%
Very favorable	14%	16%
Somewhat favorable	27%	31%
Somewhat unfavorable	6%	8%
Very unfavorable	1%	2%
Never heard this name	29%	23%
Not sure	23%	20%

7. Andre Bouchard

TOTAL FAVORABLE	18%	15%
TOTAL UNFAVORABLE	6%	8%
Very favorable	7%	3%
Somewhat favorable	11%	12%
Somewhat unfavorable	5%	7%
Very unfavorable	1%	1%
Never heard this name	57%	60%
Not sure	29%	17%

8. TransPerfect Global

TOTAL FAVORABLE	15%	22%
TOTAL UNFAVORABLE	10%	16%
Very favorable	5%	5%
Somewhat favorable	10%	17%
Somewhat unfavorable	7%	10%
Very unfavorable	3%	6%

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Never heard this name	57%	47%
Not sure	18%	15%
 9. Citizens for a Pro-Business Delaware		
TOTAL FAVORABLE	28%	35%
TOTAL UNFAVORABLE	8%	13%
Very favorable	10%	10%
Somewhat favorable	18%	25%
Somewhat unfavorable	5%	8%
Very unfavorable	3%	5%
Never heard this name	50%	38%
Not sure	14%	14%
10. Philip Shawe		
TOTAL FAVORABLE	11%	10%
TOTAL UNFAVORABLE	6%	10%
Very favorable	4%	3%
Somewhat favorable	7%	7%
Somewhat unfavorable	4%	7%
Very unfavorable	2%	3%
Never heard this name	68%	63%
Not sure	15%	17%
11. Liz Elting		
TOTAL FAVORABLE	12%	13%
TOTAL UNFAVORABLE	6%	10%
Very favorable	5%	4%
Somewhat favorable	7%	9%
Somewhat unfavorable	4%	7%
Very unfavorable	2%	3%
Never heard this name	69%	63%
Not sure	13%	14%
12. Shirley Shawe		
TOTAL FAVORABLE		14%
TOTAL UNFAVORABLE		9%

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Very favorable		5%
Somewhat favorable		9%
Somewhat unfavorable		6%
Very unfavorable		3%
Never heard this name		61%
Not sure		16%

13. Chris Coffey

TOTAL FAVORABLE	16%	17%
TOTAL UNFAVORABLE	8%	10%
Very favorable	6%	4%
Somewhat favorable	10%	13%
Somewhat unfavorable	6%	7%
Very unfavorable	2%	3%
Never heard this name	59%	55%
Not sure	17%	18%

14. Robert Pincus

TOTAL FAVORABLE		13%
TOTAL UNFAVORABLE		9%
Very favorable		4%
Somewhat favorable		9%
Somewhat unfavorable		6%
Very unfavorable		3%
Never heard this name		60%
Not sure		18%

INCORPORATION SERVICES SECTOR

15. Generally speaking, how familiar are you with the incorporation services sector in Delaware?

	<u>March</u>	<u>May</u>
TOTAL FAMILIAR	30%	36%
TOTAL UNFAMILIAR	68%	63%
Very familiar	7%	6%
Somewhat familiar	23%	30%
Not very familiar	30%	32%
Not at all familiar	38%	31%
Not sure	2%	1%

16. Do you or a member of your household work in the incorporation services sector?

Yes, I work in the incorporation services sector	4%	4%
Yes, a member of my household works in the incorporation services sector	3%	5%
No one in my household works in the incorporation services sector	91%	86%
Not sure	2%	5%

17. How important do you consider the incorporation services sector to the economy of Delaware?

TOTAL IMPORTANT	72%	73%
TOTAL NOT IMPORTANT	7%	6%
Very important	42%	43%
Somewhat important	30%	30%
Not very important	4%	4%
Not at all important	3%	2%
Not sure	21%	21%

18. How important do you believe it is for Delaware to continue to attract businesses to incorporate in our state?

TOTAL IMPORTANT	94%	90%
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TOTAL NOT IMPORTANT	3%	5%
Very important	75%	68%
Somewhat important	19%	22%
Not very important	2%	3%
Not at all important	1%	2%
Not sure	3%	5%

TRANSPERFECT

Now you are going to hear about a specific dispute involving a company incorporated in Delaware called TransPerfect Global.

• **UNINFORMED TEST**

19. How familiar are you with the dispute involving TransPerfect Global?

	<u>March</u>	<u>May</u>
TOTAL FAMILIAR	24%	31%
TOTAL UNFAMILIAR	75%	64%
Very familiar	6%	6%
Somewhat familiar	18%	25%
Not very familiar	18%	21%
Not at all familiar	57%	43%
Not sure	1%	5%

20. [IF FAMILIAR] Based on what you already know about the TransPerfect dispute, do you support or oppose the court-ordered sale of TransPerfect?

TOTAL SUPPORT	43%	45%
TOTAL OPPOSE	42%	47%
Strongly support the sale	13%	18%
Somewhat support	30%	27%
Somewhat oppose	24%	27%
Strongly oppose	18%	20%
Not sure	15%	8%

• **INFORMED TEST**

TransPerfect Global is a translation services company incorporated in Delaware. TransPerfect was founded by a couple, Philip Shawe and Liz Elting. Philip Shawe and Liz Elting both serve as CEO, while Liz Elting owns 50% of the company, Philip Shawe owns 49% of the company, and Philip Shawe's mother Shirley Shawe owns 1% of the company. TransPerfect has been profitable for 25 years, earning \$500 million in 2015, and has 4,000 employees nationally.

In 2011, Philip Shawe and Liz Elting decided to separate, and could not agree on the future of the company. In June 2016 Delaware's Chancery Court, which has legal authority over all businesses incorporated in Delaware, ordered that TransPerfect

be sold at auction. A court-imposed custodian has forbidden employees of TransPerfect from speaking publicly about the dispute.

TransPerfect owner Liz Elting supports selling the company, while TransPerfect owner Philip Shawe opposes selling the company and has appealed the court ruling. A group of TransPerfect employees have launched a public campaign to oppose the sale of TransPerfect.

21. Given this information, do you support or oppose the court-ordered sale of TransPerfect?

TOTAL SUPPORT	30%	37%
TOTAL OPPOSE	47%	44%
Strongly support the sale	9%	12%
Somewhat support	21%	25%
Somewhat oppose	28%	23%
Strongly oppose	19%	21%
Not sure	23%	19%

• **AGREE/DISAGREE**

Now you're going to hear some statements about the TransPerfect dispute and corporations in Delaware.

After each statement, please indicate if you strongly agree, somewhat agree, somewhat disagree, or strongly disagree.

22. The government should have the power to force the sale of a profitable Delaware company.

TOTAL AGREE	26%	26%
TOTAL DISAGREE	64%	66%
Strongly agree	9%	11%
Somewhat agree	17%	15%
Somewhat disagree	25%	26%
Strongly disagree	39%	40%
Not sure	10%	8%

23. The government should have the power to force the sale of a Delaware company against the wishes of its employees and 50% of its shareholders.

TOTAL AGREE	21%	22%
TOTAL DISAGREE	71%	71%

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Strongly agree	8%	6%
Somewhat agree	13%	16%
Somewhat disagree	21%	21%
Strongly disagree	50%	50%
Not sure	8%	7%

24. The Delaware Chancery Court has too much power.

TOTAL AGREE	44%	46%
TOTAL DISAGREE	33%	34%
Strongly agree	13%	16%
Somewhat agree	31%	30%
Somewhat disagree	23%	24%
Strongly disagree	10%	10%
Not sure	23%	20%

25. The Delaware General Assembly should pass legislation that clarifies how courts should handle complicated situations like the TransPerfect dispute.

TOTAL AGREE	73%	71%
TOTAL DISAGREE	19%	20%
Strongly agree	39%	36%
Somewhat agree	34%	35%
Somewhat disagree	9%	11%
Strongly disagree	10%	9%
Not sure	8%	9%

26. The government should try to save some of the jobs that could be lost as a result of the court-ordered sale of TransPerfect.

TOTAL AGREE	72%	72%
TOTAL DISAGREE	21%	19%
Strongly agree	42%	44%
Somewhat agree	30%	28%
Somewhat disagree	11%	11%
Strongly disagree	10%	8%
Not sure	7%	9%

- **WYOMING THREAT**

27. Wyoming often competes with Delaware to attract business to incorporate there. The Secretary of State of Wyoming, Ed Murray, recently said that the TransPerfect dispute “is already starting to create some ripples as to just how friendly, or not, Delaware is in its corporate law. It could end up demonstrating a shift in thinking, when people are looking for a place to form a corporation,” and that he hopes Wyoming “becomes equal to, or exceeds, Delaware as a location for business to consider... we can become the ‘Delaware of the West.’”

Is competition from states like Wyoming a very compelling, somewhat compelling, not very compelling, or not at all compelling reason to support a business-friendly resolution to the TransPerfect dispute?

TOTAL COMPELLING	67%
TOTAL NOT COMPELLING	21%
Very compelling	26%
Somewhat compelling	41%
Not very compelling	14%
Not at all compelling	7%
Not sure	12%

IMPACT OF MEDIA

28. Have you seen or heard anything about the TransPerfect dispute lately?

	<u>March</u>	<u>May</u>
Yes	21%	24%
No	76%	69%
Not sure	3%	7%

29. [IF YES] How did you hear about the TransPerfect dispute? [Select all that apply]

An article in a newspaper or magazine	49%	53%
Television advertisement	38%	43%
A television news show	10%	23%
Word of mouth	6%	13%
An article on a blog or website	18%	11%
Social media, such as Twitter or Facebook	5%	11%
An advertisement on a website	16%	8%
A poster, billboard, or other street advertisement such as a bus stop or taxi ad	4%	7%
Other	9%	12%

30. [IF YES] Has what you've seen about the TransPerfect dispute made you more likely to support or oppose the court-ordered sale of TransPerfect?

More likely to support the court-ordered sale of TransPerfect	38%	29%
More likely to oppose the court-ordered sale of TransPerfect	38%	47%
No impact	14%	16%
Not sure	10%	8%

SHIRLEY SHAWE PROPOSAL

In March, Shirley Shawe, the mother of TransPerfect co-CEO Philip Shawe and 1% owner of the business, offered a plan that she claims would prevent TransPerfect from being sold.

Shirley Shawe offered to vote her 1% ownership interest with co-CEO Liz Elting to break deadlocks over important business decisions. That would give Elting a majority and permit her to appoint her own board candidates, thus rendering a sale unnecessary.

The compromise, if accepted, would allow Elting to elect five new board members with staggered terms and the ability to resolve disagreements between Elting and Philip Shawe.

31. Given this information, do you support or oppose Shirley Shawe's proposed solution the court-ordered sale of TransPerfect?

TOTAL SUPPORT	68%
TOTAL OPPOSE	17%
Strongly support Shirley Shawe's solution	27%
Somewhat support	41%
Somewhat oppose	9%
Strongly oppose	8%
Not sure	15%

32. Do you believe Shirley Shawe's proposed solution the court-ordered sale of TransPerfect is a fair or unfair to co-CEO Liz Elting?

TOTAL FAIR	59%
TOTAL UNFAIR	21%
Very fair to Liz Elting	20%
Somewhat fair	39%
Somewhat unfair	15%
Very unfair	6%
Not sure	20%

33. Do you believe Shirley Shawe's proposed solution the court-ordered sale of TransPerfect would help or hurt TransPerfect employees?

TOTAL HELP	58%
TOTAL HURT	22%

Mostly help TransPerfect employees	26%
Somewhat help TransPerfect employees	32%
Somewhat hurt TransPerfect employees	11%
Mostly hurt TransPerfect employees	11%
Not sure	20%

• **ELTING SANCTIONS**

Liz Elting has rejected Shirley Shawe’s proposal to resolve the TransPerfect dispute, accusing her of being insincere. Elting’s lawyers called the idea "an illusory offer" that was "just another publicity stunt and delay tactic," which violates the court's sale order.

Elting's lawyers allege that Shirley Shawe’s proposal is an empty gesture that only delays the process and wastes court resources. Elting’s attorneys have demanded that the court sanction Shirley Shawe and cover Elting's legal costs for the sanction hearings.

34. Given this information, do you support or oppose Shirley Shawe’s proposed solution to the court-ordered sale of TransPerfect?

TOTAL SUPPORT	48%
TOTAL OPPOSE	29%
Strongly support Shirley Shawe’s solution	17%
Somewhat support	31%
Somewhat oppose	17%
Strongly oppose	12%
Not sure	23%

35. Do you support or oppose the court sanctioning Shirley Shawe for her proposed solution to the court-ordered sale of TransPerfect?

TOTAL SUPPORT	28%
TOTAL OPPOSE	48%
Strongly support sanctioning Shirley Shawe	8%
Somewhat support	20%
Somewhat oppose	26%
Strongly oppose	22%
Not sure	24%

36. Citizens for a Pro-Business Delaware called Liz Elting's request to sanction Shirley Shawe "outrageous," and said that "coming up with innovative solutions that allow this successful company to continue, saving hundreds of thousands of jobs should be rewarded by the courts, not punished. It's the very thing the Chancery Court should be doing themselves and we call on the courts to reject this greedy, sad motion, a pure attempt to intimidate Shirley Shawe who has showed courage and grit."

Given this information, do you support or oppose the court sanctioning Shirley Shawe for her proposed solution to the court-ordered sale of TransPerfect?

TOTAL SUPPORT	29%
TOTAL OPPOSE	51%
Strongly support sanctioning Shirley Shawe	10%
Somewhat support	19%
Somewhat oppose	25%
Strongly oppose	26%
Not sure	20%

CUSTODIAN EXPENSES

Citizens for a Pro-Business Delaware, which is backed by employees of TransPerfect, recently filed a motion asking the Delaware Court of Chancery to release details of how the custodian overseeing the company's court-ordered sale has spent more than \$18 million in fees and expenses relating to at least 32 confidential transactions. The custodian's expenses are paid for by TransPerfect.

The motion requests the court to intervene and enforce public access and court approval for all the custodian's expenses, especially fees or expenses paid to other outside counsel and advisers.

37. Given this information, do you support or oppose public access and court approval for all custodian expenses charged to TransPerfect?

TOTAL SUPPORT	63%
TOTAL OPPOSE	20%
Strongly support public access and court approval for all custodian expenses	34%
Somewhat support	29%
Somewhat oppose	12%
Strongly oppose	8%
Not sure	17%

38. Do you support or oppose TransPerfect's custodian disclosing expenses that have gone to friends and law partners?

TOTAL SUPPORT	61%
TOTAL OPPOSE	25%
Strongly support custodian disclosing expenses that have gone to friends and law partners	39%
Somewhat support	22%
Somewhat oppose	15%
Strongly oppose	10%
Not sure	14%

39. Do you believe public access and court approval for all custodian expenses charged to TransPerfect would help or hurt TransPerfect employees?

TOTAL HELP	46%
TOTAL HURT	28%
Mostly help TransPerfect employees	20%

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Somewhat help TransPerfect employees	26%
Somewhat hurt TransPerfect employees	16%
Mostly hurt TransPerfect employees	12%
Not sure	26%

40. Citizens for a Pro-Business Delaware says its motion is simply asking the custodian “to share where over \$18 million of TransPerfect's funds have been spent in the last 15 months. Employees who are already fearful of losing their jobs are now spending more on benefits, while the custodian and his hidden consultants are raking in millions.”

The custodian has declined to comment publicly on the motion or the expenses.

Given this information, do you support or oppose public access and court approval for all custodian expenses charged to TransPerfect?

TOTAL SUPPORT	67%
TOTAL OPPOSE	20%

Strongly support public access and court approval for all custodian expenses	46%
Somewhat support	21%
Somewhat oppose	11%
Strongly oppose	9%
Not sure	13%

SB 53

Recently, seven Delaware legislators have agreed to co-sponsor a bill, called SB 53, that will be introduced to prevent the TransPerfect case from happening again.

- **SB 53 TEST**

41. SB 53 would require the Delaware Court of Chancery to wait three years before it can order the sale of a profitable Delaware company. SB 53 will also include other measures such as the appointment of directors to break management deadlocks to avoid the sale of a profitable Delaware company.

Given this information, do you support or oppose SB 53?

TOTAL SUPPORT	70%
TOTAL OPPOSE	16%
Strongly support SB 53	37%
Somewhat support	33%
Somewhat oppose	8%
Strongly oppose	8%
Not sure	14%

- **SB 53 INFORMED TEST**

42. Here is a summary of SB 53:

Delaware has consistently been regarded as the preeminent state nationwide with regards to its treatment of corporations due to the fact that the Delaware Corporate Code has continued to evolve in a way to ensure fairness in the treatment of corporations that choose to incorporate in Delaware. Recent cases have brought to light the fact that portions of the Delaware Corporate Code are deficient in providing fair and equitable remedies in specific regards to deadlock situations.

In an attempt to maintain preeminence in the realm of corporate law and to ensure the continued fair and equitable treatment of corporations in Delaware, SB 53 provides that the Court of Chancery may only appoint a custodian to dissolve or sell a solvent corporation to resolve deadlock if (1) alternative remedies prove insufficient after three years or (2) unless the necessary parties stipulate to such a sale.

Given this information, do you support or oppose SB 53?

TOTAL SUPPORT	70%
TOTAL OPPOSE	15%
Strongly support SB 53	35%
Somewhat support	35%
Somewhat oppose	8%
Strongly oppose	7%
Not sure	15%

• **SB 53 ATTITUDES**

Now you're going to hear some statements about SB 53.

After each statement, please indicate if you strongly agree, somewhat agree, somewhat disagree, or strongly disagree.

43. The Delaware legislature should directly intervene in the TransPerfect dispute.

TOTAL AGREE	49%
TOTAL DISAGREE	38%
Strongly agree	18%
Somewhat agree	31%
Somewhat disagree	24%
Strongly disagree	14%
Not sure	13%

44. The Delaware legislature should pass legislation directly addressing the issues that led to the TransPerfect dispute.

TOTAL AGREE	70%
TOTAL DISAGREE	21%
Strongly agree	28%
Somewhat agree	42%
Somewhat disagree	12%
Strongly disagree	9%
Not sure	9%

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45. The Delaware legislature should pass legislation requiring waiting periods when a court orders the sale of a profitable, privately held Delaware company.

TOTAL AGREE	68%
TOTAL DISAGREE	22%
Strongly agree	33%
Somewhat agree	35%
Somewhat disagree	12%
Strongly disagree	10%
Not sure	10%

46. The Delaware legislature should evaluate controversial court decisions.

TOTAL AGREE	61%
TOTAL DISAGREE	26%
Strongly agree	25%
Somewhat agree	36%
Somewhat disagree	15%
Strongly disagree	11%
Not sure	13%

47. We need strong checks and balances between the branches of Delaware government to make sure government decisions benefit Delawareans.

TOTAL AGREE	83%
TOTAL DISAGREE	9%
Strongly agree	53%
Somewhat agree	30%
Somewhat disagree	6%
Strongly disagree	3%
Not sure	8%

48. The Delaware legislature is an important check on people in the executive and judicial branches who can make individual decisions that hurt large numbers of Delawareans.

TOTAL AGREE	67%
TOTAL DISAGREE	19%
Strongly agree	29%

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Somewhat agree	38%
Somewhat disagree	12%
Strongly disagree	7%
Not sure	14%

49. The Delaware legislature should act when a court's decision affects a large number of Delawareans in a negative way.

TOTAL AGREE	70%
TOTAL DISAGREE	18%

Strongly agree	38%
Somewhat agree	32%
Somewhat disagree	11%
Strongly disagree	7%
Not sure	12%

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Demographics

50. {Gender}

	<u>March</u>	<u>May</u>
Man	48%	48%
Woman	52%	52%

51. {Age}

18-29	6%	16%
30-39	12%	15%
40-49	12%	12%
50-64	37%	29%
65 or older	32%	26%
Refused	1%	2%

52. {Race}

White or Caucasian	76%	75%
Black or African-American	14%	14%
Hispanic	2%	2%
Asian	1%	2%
Other	4%	4%
Refused	3%	3%

53. Do you consider yourself conservative, moderate or liberal?

Conservative	35%	31%
Moderate	36%	37%
Liberal	23%	21%
Not sure	4%	7%
Refused	2%	4%

54. Which county do you live in?

New Castle	61%	60%
Kent	16%	15%
Sussex	22%	25%
Not sure	1%	0%

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55. Do you live in an urban, suburban or rural environment?

Urban	16%	18%
Suburban	57%	55%
Rural	23%	22%
Not sure	2%	2%
Refused	2%	3%

56. We're just about finished...

You and your family earn less than \$20,000 annually	6%	9%
\$20,000 to \$40,000	13%	18%
\$40,000 to \$60,000	17%	16%
\$60,000 to \$75,000	10%	12%
\$75,000 to \$100,000	18%	14%
More than \$100,000	23%	19%
Not sure	2%	3%
Refused	11%	9%