

(C) NOTICE TO STOCKHOLDERS.

NOTICE WHICH STATES THAT A PURPOSE OF THE MEETING WILL BE TO ACT ON THE PROPOSED DISTRIBUTION IN PARTIAL LIQUIDATION SHALL BE GIVEN BY THE CORPORATION IN THE MANNER REQUIRED BY TITLE 2 OF THIS ARTICLE TO EACH STOCKHOLDER ENTITLED TO VOTE ON THE PROPOSED TRANSACTION.

(D) STOCKHOLDER APPROVAL.

THE PROPOSED DISTRIBUTION IN PARTIAL LIQUIDATION SHALL BE APPROVED BY THE STOCKHOLDERS OF THE CORPORATION BY THE AFFIRMATIVE VOTE OF TWO-THIRDS OF ALL THE VOTES ENTITLED TO BE CAST ON THE MATTER.

(E) IDENTIFICATION OF DISTRIBUTION; DISCLOSURE OF AMOUNT.

THE CORPORATION SHALL IDENTIFY EACH DISTRIBUTION WHEN MADE AS A DISTRIBUTION IN PARTIAL LIQUIDATION. NOT LATER THAN AT THE TIME OF ITS PAYMENT, THE CORPORATION SHALL DISCLOSE THE VALUE OF THE DISTRIBUTION PER SHARE, AS DETERMINED FROM THE BOOKS OF THE CORPORATION, TO EACH STOCKHOLDER ENTITLED TO RECEIVE PAYMENT.

REVISOR'S NOTE: Subsection (a) of this section is new language derived without substantive change from the introductory paragraphs of Art. 23, § 74 (a) and (b).

Subsection (b) of this section is new language derived without substantive change from Art. 23, § 74 (b) (1) and (c).

Subsections (c), (d), and (e) of this section are new language derived without substantive change from Art. 23, § 74 (b) (2), (b) (3), and (a) (5), respectively.

In subsection (e) of this section, reference to the "amount" of the distribution is changed to "value" to conform to the usage of subsection (b) of this section.

Subsections (b), (c), and (d) of this section are standard language used in this article and conform with the language used in §2-306; with respect to the requisites of the director's resolution, in particular, see revisor's note to that section.

For the definition of "assets," see §1-101.

For the detailed provisions governing the