D34458.1

Publicly Owned Corporations Are Different From Wholly Owned Subsidiaries

PUBLICLY OWNED CORPORATIONS	WHOLLY OWNED SUBSIDIARIES
 Thousands of passive shareholders who cannot act directly 	 Single shareholder who can act directly
 Managers who control the firm may seek their own interests (separation between ownership and control) 	 No separation between ownership and control; shareholder can act directly
 Shareholders appoint board to act in the interest of shareholders 	 Less active boards because shareholder can act directly

Source: TREX 13214 D34458