

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)
) Chapter 11
The SCO Group, Inc., et al.,)
)
Debtors.) Case No. 07-11337 (KG)
) (Jointly Administered)
)
) **Ref. Docket No. 90**

**NOTICE OF PROPOSED ORDER GRANTING MOTION
FOR ORDER DIRECTING THE DEBTORS TO REMIT UNDISPUTED
FUTURE SVRX ROYALTIES TO NOVELL UPON RECEIPT**

PLEASE TAKE NOTICE that on October 4, 2007, Novell, Inc. ("Novell") filed its **Motion for Order Directing the Debtors to Remit Undisputed Future SVRX Royalties to Novell Upon Receipt** (the "Motion") [Docket No. 90].

PLEASE TAKE FURTHER NOTICE that attached hereto as Exhibit "A" is a proposed form of order approving the Motion.

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EXHIBIT “A”

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
The SCO Group, Inc., <u>et al.</u> ,)	
)	Case No. 07-11337 (KG)
Debtors.)	(Jointly Administered)
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)	Ref. Docket No. 90

**ORDER DIRECTING THE DEBTORS TO REMIT
UNDISPUTED FUTURE SVRX ROYALTIES TO NOVELL UPON RECEIPT**

Upon the Motion of Novell, Inc. ("Novell") for Order Directing the Debtors to Remit Undisputed Future SVRX Royalties to Novell upon Receipt (the "Motion") pursuant to sections 541(d) and 105(a) of the Bankruptcy Code; the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (c) venue of these cases is proper pursuant to 28 U.S.C. §§ 1408 and 1409, (d) notice of the Motion was sufficient and proper, (e) The SCO Group, Inc. ("SCO"), though its predecessor, The Santa Cruz Operation, Inc., and Novell entered into an Asset Purchase Agreement on or about September 19, 1995 (the "APA"), (f) pursuant to the APA, on a quarterly basis, SCO is required to remit an undisputed royalty stream to Novell (subject to SCO retaining a 5% administration fee) based on licenses of SVRX software, and (g) Novell retained all equitable interest in the Undisputed SVRX Royalties for purposes of section 541(d) of the Bankruptcy Code; it is hereby

ORDERED, that the Motion is GRANTED; and it is further

ORDERED, that the undisputed SVRX Royalties are not and will not be property of the Debtors' estates pursuant to section 541(d) of the Bankruptcy Code; and it is further

ORDERED, that the Undisputed Future SVRX Royalties (as defined in the Motion) are not and will not be property of the Debtors' estates pursuant to section 541(d) of the Bankruptcy Code; and it is further

ORDERED, that the Debtors shall immediately remit to Novell the undisputed SVRX Royalties currently in their possession; and it is further

ORDERED, that until further notice from this Court, the Debtors shall remit to Novell the Undisputed Future SVRX Royalties immediately upon receipt of the funds in the Debtors' bank account; and it is further

ORDERED, that Novell's rights to seek further relief from this Court with respect to the Disputed SVRX Royalties (as defined in the Motion) are fully preserved; and it is further

ORDERED, that good cause exists to have this Order become effective immediately upon entry.

Dated: November ___, 2007

KEVIN GROSS
UNITED STATES BANKRUPTCY JUDGE