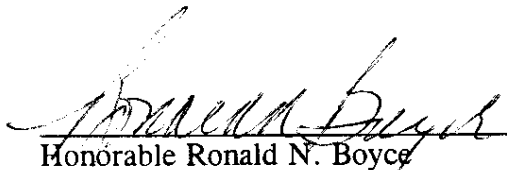


2. IT IS HEREBY ORDERED, that Novell's motion for protective order is GRANTED IN PART. Novell is not a party to this action, and under Rule 45 of the Federal Rules of Civil Procedure, Microsoft is required to bear a portion of the cost of responding to Microsoft's subpoenas. Microsoft shall purchase a server for use by Novell in the back-up restoration process and shall reimburse Novell the reasonable costs of obtaining the necessary software, as well as the costs for the employee and/or contractor time needed to install and configure the back-up software and to restore the tapes. Once the system is set up and the tapes are restored, pursuant to the Court's suggestion and the parties' agreement, the labor costs of searching the fourteen tapes previously identified by Microsoft shall be split between Microsoft and Novell, with Microsoft bearing sixty percent of those search costs and Novell bearing forty percent. Should Microsoft desire to have more than fourteen tapes restored and searched, Novell reserves the right, without prejudice to Microsoft, to seek another protective order from the Court.

DATED:

~~January~~
~~December~~ 13, 1998.

BY THE COURT:



Honorable Ronald N. Boyce
Magistrate Judge

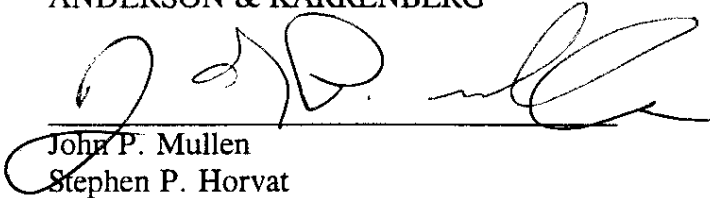
APPROVED AS TO FORM:

RAY, QUINNEY & NEBEKER



Mark M. Bettilyon
Attorneys for Microsoft Corporation

ANDERSON & KARRENBERG



John P. Mullen
Stephen P. Horvat
Attorneys for Novell, Inc.

CERTIFICATE OF SERVICE

On this 12 day of January, 1999, I hereby caused to be mailed via U.S. first-class mail, postage prepaid, a true and correct copy of the foregoing **ORDER ON MOTION TO COMPEL AND MOTION FOR PROTECTIVE ORDER** to the following:

Michael H. Steinberg, Esq.
Michael Tenenbaum, Esq.
SULLIVAN & CROMWELL
1888 Century Park East
Los Angeles, CA 90067-1725

Mark M. Bettilyon, Esq.
James S. Jardine, Esq.
RAY, QUINNEY & NEBEKER
Deseret Building, Suite 400
79 South Main Street
Salt Lake City, Utah 84111

William H. Neukom, Esq.
Thomas W. Burt, Esq.
David A. Heiner, Jr., Esq.
Steven J. Aeschbacher, Esq.
MICROSOFT CORPORATION
One Microsoft Way
Redmond, Washington 98052

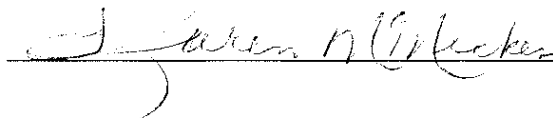
James R. Weiss
PRESTON GATES ELLIS & ROUVELAS MEEDS
1735 New York Avenue, N.W.
Washington, D.C. 20006

Stephen J. Hill, Esq.
Ryan E. Tibbitts, Esq.
SNOW, CHRISTENSEN & MARTINEAU
10 Exchange Place, 11th Floor
P.O. Box 45000
Salt Lake City, Utah 84145

James T. Southwick, Esq.
SUSMAN GODFREY, L.L.P.
1000 Louisiana, Suite 5100
Houston, Texas 77002-5096

Ralph H. Palumbo, Esq.
Lynn M. Engel, Esq.
SUMMIT LAW GROUP
1505 Westlake Avenue, Suite 300
Seattle, Washington 98109

Parker C. Folse, III
SUSMAN GODFREY, L.L.P.
1201 Third Avenue, Suite 3090
Seattle, Washington 98101

A handwritten signature in cursive script, appearing to read "James T. Southwick", is written over a horizontal line.

klh

United States District Court
for the
District of Utah
January 14, 1999

* * MAILING CERTIFICATE OF CLERK * *

Re: 2:96-cv-00645

True and correct copies of the attached were mailed by the clerk to the following:

Mr. Max D Wheeler, Esq.
SNOW CHRISTENSEN & MARTINEAU
10 EXCHANGE PLACE
PO BOX 45000
SALT LAKE CITY, UT 84145-5000
JFAX 9,3630400

Stephen D. Susman, Esq.
SUSMAN GODFREY LLP
1000 LOUISIANA STE 5100
HOUSTON, TX 77002-5096

Charles R. Eskridge III, Esq.
SUSMAN GODFREY LLP
1000 LOUISIANA STE 5100
HOUSTON, TX 77002-5096
JFAX 8,713,6543357

Ralph H. Palumbo, Esq.
SUMMIT LAW GROUP
1505 WESTLAKE AVE STE 300
SEATTLE, WA 98109

Parker C. Folse III, Esq.
SUSMAN GODFREY LLP
1201 THIRD AVE STE 3090
SEATTLE, WA 98101

James S. Jardine, Esq.
RAY QUINNEY & NEBEKER
79 S MAIN ST
PO BOX 45385
SALT LAKE CITY, UT 84145-0385
JFAX 9,5327543

Richard J. Urowsky, Esq.
SULLIVAN & CROMWELL
125 BROAD ST
NEW YORK, NY 10004

William H. Neukom, Esq.
MICROSOFT CORPORATION
BLDG 8S/2078
ONE MICROSOFT WAY
REDMOND, WA 98052

James R. Weiss, Esq.
PRESTON GATES ELLIS & ROUVELAS MEEDS
1735 NEW YORK AVE NW
WASHINGTON, DC 20006

Michael H. Steinberg, Esq.
SULLIVAN & CROMWELL
1888 CENTURY PARK EAST
LOS ANGELES, CA 90067

Jim F Lundberg, Esq.
NOVELL INC
A270
1555 N TECHNOLOGY
OREM, UT 84057
JFAX 8,801,2287077

Mr. Thomas R Karrenberg, Esq.
ANDERSON & KARRENBERG
50 W BROADWAY STE 700
SALT LAKE CITY, UT 84101
JFAX 9,3647697