

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

In re : **Chapter 11**
:
The SCO GROUP, INC., et al.,¹ : **Case No. 07-11337 (KG)**
: **(Jointly Administered)**
Debtors. :
: **Re: Docket No. 1141**

**NOTICE OF FILING OF (I) EXECUTED ASSET PURCHASE AGREEMENT
AND (II) PROPOSED SALE ORDER IN CONNECTION THEREWITH**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On August 23, 2010, the United States Bankruptcy Court for the District of Delaware (the "Court") entered an order (the "Bidding Procedures Order" *see* D.I. 1161) authorizing and approving, among other things, the (i) marketing, auction and sale of substantially all of the software business assets (the "Assets") of The SCO Group, Inc. and SCO Operations, Inc. (collectively, the "Debtors"), consistent with a form asset purchase agreement, free and clear of liens, claims and encumbrances; (ii) conduct of a bid and auction process for the Assets; (iii) selection of a successful bidder for the Assets (the "Successful Bidder") following the bid and auction process; and (iv) assumption and assignment of certain executory contracts (the "Contracts") and unexpired leases (the "Leases") to the Successful Bidder in connection with the sale of the Assets.

2. Pursuant to the Bidding Procedures Order, the Chapter 11 Trustee has selected unXis, Inc. ("unXis"), a Delaware corporation, as the Successful Bidder.

3. A hearing shall be held on **February 16, 2011 at 4:00 p.m. (Eastern Standard Time)** at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom #3, Wilmington, Delaware 19801, before The Honorable Kevin Gross, United States Bankruptcy Judge, to consider approval of (i) the sale of the Assets to unXis pursuant to the terms and conditions of that certain Asset Purchase Agreement by and between The SCO Group, Inc. and SCO Operations, Inc. and unXis, Inc. (the "Agreement"), and (ii) the assumption by the Debtors' estates and assignment to unXis of the Contracts and Leases constituting the Assumed Contracts, including, without limitation, the Material Customer

¹ The Debtors and the last four digits of each of the Debtors' federal tax identification numbers are as follows: (a) The SCO Group, Inc., a Delaware corporation, Fed. Tax Id. #2823; and (b) SCO Operations, Inc., a Delaware corporation, Fed. Tax Id. #7393.

Contracts, the Material Open Service Contracts (Schedule 1.47) and Material Vendor Contracts (Schedule 1.48) (each as defined in the Agreement).

4. A copy of the Agreement, together with the proposed sale order (the “Sale Order”), attached hereto as **Exhibit “1,”** was filed on the Court’s docket earlier today, Monday, January 24, 2011. Copies of the Agreement can be obtained through the Court’s website (<https://ecf.deb.uscourts.gov>) or through the court-appointed claim agent’s website (<http://www.epiqsystems.com/Chapter11.aspx?id=210>).

5. Pursuant to 11 U.S.C. § 365, the Chapter 11 Trustee believes that unXis has the wherewithal, financial and otherwise, to perform its obligations under the Agreement, and has provided adequate assurance of its future performance under the Assumed Contracts. In addition to putting the full purchase price on deposit in an escrow account prior to the auction, unXis has announced that it will retain all sales, support and technology professionals in order to maintain continuity with customers and strategic partners.

6. Responses and objections, if any, by counterparties to the Assumed Contracts (solely on the grounds that they have not received adequate assurance of future performance) or by parties in interest to the sale of the Assets must (a) be in writing; (b) state the name and address of the objecting or responding party and the nature of the claim or interest of such party; (c) state with particularity the basis and nature of any objection or response; (d) be filed, together with proof of service, with the Court and served upon the following parties such that the Court and the following parties *actually receive* the responses and objections (and the Court receives the proof of service) on or before **4:00 p.m., prevailing Eastern time on February 7, 2011:** (i) counsel to the Trustee, Blank Rome LLP, 1201 Market Street, Suite 800, Wilmington, DE 19801, Attn: Bonnie Glantz Fatell, Esquire; and (ii) the Office of the United States Trustee, J. Caleb Boggs Federal Building, 844 N. King Street, Suite 2207, Lock Box 35, Wilmington, Delaware 19801, Attn: Juliet Sarkessian, Esquire.

Dated: January 24, 2011
Wilmington, Delaware

BLANK ROME LLP

/s/ Stanley B. Tarr
Bonnie G. Fatell (No. 3809)
Stanley B. Tarr (No. 5535)
1201 N. Market Street
Suite 800
Wilmington, DE 19801
Telephone: (302) 425-6400
Facsimile: (302) 425-6464

Counsel for Edward N. Cahn, Chapter 11 Trustee