

# **EXHIBIT 21**

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*Attorneys for The SCO Group, Inc.*

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF UTAH**

<p>THE SCO GROUP, INC.,</p> <p>Plaintiff/Counterclaim Defendant,</p> <p>v.</p> <p>NOVELL, INC.,</p> <p>Defendant/Counterclaim-Plaintiff.</p>	<p><b>DECLARATION OF KIM MADSEN</b></p> <p>Case No. 2:04CV00139 Honorable Dale A. Kimball Magistrate Judge Brooke C. Wells</p>
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I, KIM MADSEN, declare as follows:

1. I submit this Declaration in connection with The SCO Group, Inc. v. Novell, Inc., Case No. 2:04CV00139DAK (D. Utah). I have previously signed a Declaration in connection with this lawsuit and with The SCO Group, Inc. v. International Business Machines Corporation, Case No. 2:03CV0294DAK (D. Utah).

2. I describe my education and work history in my previous Declaration, which I incorporate and adopt here.

3. In 1995, I was employed as a Manager in the Law and Corporate Affairs group at The Santa Cruz Operation, Inc. ("Santa Cruz"). I worked with substantially with Steve Sabbath, the General Counsel for Santa Cruz.

4. As I explained in my previous Declaration, I participated in the negotiation of Santa Cruz's acquisition of the UNIX and UnixWare business from Novell, Inc. ("Novell") as support Santa Cruz's legal team. I worked with and participated in several meetings and teleconferences with the lead negotiators and others on both sides of the transaction.

5. In this Declaration I explain Novell's retained interest in royalties paid under certain existing agreements under the Asset Purchase Agreement ("APA) dated September 19, 1995, and Amendment No. 1 thereto dated December 6, 1995. The negotiations and drafting of the APA occurred under a compressed time schedule. To avoid delay, the parties executed the APA with the intent to clarify it, as necessary, through an amendment to be executed on the closing date. That amendment was Amendment No. 1 to the APA.

6. Santa Cruz's intent and agreement under the APA and Amendment No. 1 was for Novell to transfer the entire UNIX business, including the UNIX source code and copyrights, to

Santa Cruz except for binary royalties paid under the existing agreements pursuant to which UNIX System V (or "SVRX") licensees were paying such royalties, and which Novell conveyed to Santa Cruz under the APA as part of the UNIX business. Santa Cruz also intended and agreed that it would pay part of its revenues earned from the ongoing UnixWare business if Santa Cruz hit certain annual distribution or sales benchmarks through December 2002. Santa Cruz did not intend or agree to remit any other fees, royalties, or amounts under any other existing or prospective agreements.

7. This binary royalty interest that Novell retained was simply a means to lower the purchase price to SCO. My understanding was that Novell had no interest in continuing in the UNIX business at all, and if Santa Cruz could have paid the full purchase price originally proposed by Novell, Novell would not have retained the binary royalty stream or any rights to protect that royalty stream. That context makes it clear that it was the intent of the APA and Amendment No. 1 that Novell retained rights to protect that existing binary royalty stream, but there was no reason or interest for Novell to have broader rights relative the UNIX business and assets it sold Santa Cruz.

8. The language of the APA and Amendment No. 1 reflects the foregoing intent and agreement. Section 1.3(a)(i) of the APA states: "It is the intent of parties hereto that all of the Business and all of Seller's backlog, if any, relating to the Business be transferred to Buyer." Section 1.2(b) of the APA provides that Santa Cruz will pass through 100% of the "SVRX Royalties" as defined and described in Section 4.16(a), and Novell will pay Santa Cruz an administrative fee of 5%. Section 4.16(a), in turn, defines "SVRX Royalties" by reference to the SVRX Licenses listed in the Schedule to the APA listing the assets transferred, Schedule 1.1(a).

Indeed, Section 1.2(b) specifies: "Seller and Buyer further acknowledge and agree that Seller is retaining all rights to the SVRX Royalties notwithstanding the transfer of SVRX Licenses to Buyer pursuant hereto, and that Buyer only has a legal title and not an equitable title in such royalties within the meaning of Section 541(d) of the Bankruptcy Code." (Emphasis added.) These provisions reflect Santa Cruz's intent that it would remit only the Royalties paid under the licenses transferred, not Royalties from future licenses not yet in existence (and thus not transferred).

9. Section 4.16(a) includes this language: "Following the Closing, Buyer shall administer the collection of all royalties, fees and other amounts due under the SVRX Licenses (as listed in detail under Item VI of Schedule 1.1(a) hereof and referred to herein as 'SVRX Royalties')." Schedule 1.1(a) identifies the "SVRX Licenses" by product name and release, which reflected Santa Cruz's intent to refer to the specific product supplements that identified the licensed product and source code right-to-use fees, sublicensing fees, and per-copy distribution fees that applied to the licensed product, which fees were not identified in any other agreement signed by the licensee.

10. As to the reference in Section 4.16(a) to "all royalties, fees and other amounts due under the SVRX Licenses," the parties addressed that part of Section 4.16(a) in Amendment No. 1, which added Section 1.2(e) to the APA. Section 1.2(e) clarified the four categories of fees that Santa Cruz retained notwithstanding Novell's right to receive the binary royalties due under the transferred SVRX Licenses:

- Sections 1.2(e)(i) and 1.2(e)(iv). Santa Cruz would not remit future revenues from contracts to provide support or maintenance to existing SVRX licensees, nor the binary royalties due under Santa Cruz's own SVRX licenses.
- Section 1.2(e)(ii). Santa Cruz would not remit source code fees paid under any amendment to an SVRX License granting an additional copy of the SVRX product or the right to use it on an additional CPU.
- Section 1.2(e)(iii). Santa Cruz would not remit source code fees paid under new SVRX licenses approved by Novell pursuant to Section 4.16(b) of the APA.

Novell had the right to approve new SVRX licenses solely to protect Novell's interest in the existing SVRX binary royalty stream, such as where Santa Cruz might have sold an SVRX licensee a new version of the product (not a UnixWare license) and thereby extinguished the binary royalties due to Novell. If there were any ambiguity on that meaning of Section 1.2(e)(iii), Amendment No. 2 made clear, referring to the APA, that "Novell may not prevent SCO from exercising its rights with respect to SVRX source code in accordance with the Agreement."

11. Amendment No. 1 made clear that Santa Cruz was not prohibited from amending or entering into new SVRX licenses as an incidental part of licensing UnixWare. UnixWare products are built on the prior versions of the UNIX technology. Accordingly, when Novell and its predecessors licensed a UnixWare product, they also licensed all prior products as an incidental part the license. Amendment No. 1 reflected the parties' intent and understanding that Santa Cruz would continue to license the prior UnixWare and SVRX products with its UnixWare

licenses without additional approvals from Novell and without remitting any payments to Novell. This was simply consistent with the reality of licensing UnixWare.

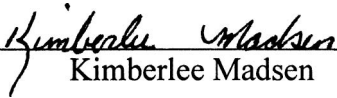
12. The APA and Amendments thereto thus reflect Santa Cruz's intent in entering into the APA: Santa Cruz was obligated to remit to Novell only the binary royalties that were then being paid and that would continue to be paid under the existing agreements pursuant to which UNIX System V licensees were paying such royalties, and which Novell conveyed to Santa Cruz under the APA as part of the UNIX business.

13. Novell's rights under the APA and Amendment No. 1 either to approve SVRX licenses or to require SCO to waive or take other actions relative to those licenses related solely to the existing licensees who were paying binary royalties that Santa Cruz would pass through to Novell. Novell had no right to direct SCO to do anything regarding licenses or the UNIX business Novell sold to SCO except to protect the licensing stream that was in place in September 1995.

14. I understand that Novell also takes the position that the interests it was granted in the APA and amendments thereto to protect the royalty stream it retained gave Novell protection from competition with respect to competitors such as Sun and Microsoft. The APA and its amendments were never intended to afford Novell any such prospective protections. There was never any discussion or agreement of any kind regarding any such competitive protections. In fact, the only non-compete provision in the APA imposed restrictions on Novell to the benefit of Santa Cruz.

15. I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Executed: December 11, 2006

  
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Kimberlee Madsen



# **EXHIBIT 22**

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF UTAH

THE SCO GROUP, INC.,

Plaintiff/Counterclaim defendant,

vs.

CASE NO. 2:04CV00139

NOVELL, INC.,

Defendants/Counterclaim-Plaintiff

DEPOSITION OF KIM MADSEN

Februrary 13, 2007

Pages 1 - 242

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REPORTED BY

LAWRENCE PAUL NELSON, CSR 12144

JOB NO 191725

Page 70	<p>1 Q. Why don't you turn to Exhibit 51, which is 11:56:28                  2 your declaration, and I'll ask you to look at 11:56:31                  3 whatever you feel comfortable to look at, but I 11:56:47                  4 believe that paragraphs 8 -- 8 through 12 relate to 11:56:50                  5 your beliefs concerning UNIX ownership. 11:57:03                  6 A. Yes. 11:57:08                  7 MR. NORMAND: Objection to form. 11:57:09                  8 BY MR. BRAKEBILL: 11:57:16                  9 Q. Is it a fair statement that -- well, let 11:57:17                  10 me ask it this way. What, if any, other provisions 11:57:21                  11 in the asset purchase agreement did you rely upon in 11:57:25                  12 your belief in this declaration that UNIX copyrights 11:57:27                  13 did transfer from Novell to Santa Cruz? 11:57:30                  14 A. I don't know. I don't remember which 11:57:39                  15 specific provisions. And I'd be happy to take the 11:57:41                  16 time to review this document if you want me to do 11:57:46                  17 that. 11:57:50                  18 Q. I'll give you the opportunity in due 11:57:53                  19 course. I'm trying to test your memory aside from 11:57:56                  20 having the document in front of you right now. You 11:57:59                  21 gave the declaration on UNIX ownership two months 11:58:02                  22 ago; is that right? 11:58:06                  23 MR. NORMAND: Asked and answered. 11:58:08                  24 THE WITNESS: November 4th. 11:58:10                  25 BY MR. BRAKEBILL: 11:58:11</p>	Page 72	<p>1 point to in the absence of reading the agreement 11:59:49                  2 afresh, yes. 11:59:53                  3 BY MR. BRAKEBILL: 11:59:56                  4 Q. And how, if at all, do you believe that 12:00:07                  5 recital A and section 1.1(a) of the asset purchase 12:00:09                  6 agreement -- 12:00:14                  7 A. And schedule 1.1(a), which is referenced 12:00:15                  8 in section 1.1(a). 12:00:20                  9 Q. How do you believe that recital A, section 12:00:23                  10 1.1(a), and schedule 1.1(a) influenced your personal 12:00:27                  11 belief that UNIX copyrights did transfer from Novell 12:00:34                  12 to Santa Cruz? 12:00:44                  13 A. Because all right, title, and interest -- 12:00:44                  14 let me get the language here, in and to the assets 12:00:48                  15 relating to the business, which is UNIX and 12:00:52                  16 UnixWare, were being conveyed to SCO. And included 12:00:58                  17 in that would have, of course, been the copyrights. 12:01:03                  18 Q. And did you understand that in section 12:01:07                  19 1.1(a) of the asset purchase agreement that -- I'll 12:01:10                  20 refer you to the last sentence, that notwithstanding 12:01:16                  21 schedule 1.1(a) the assets to be so purchased shall 12:01:21                  22 not include the assets set forth on the schedule 12:01:24                  23 1.1(b)? 12:01:28                  24 MR. NORMAND: Objection to form. 12:01:29                  25 THE WITNESS: Yes. 12:01:30</p>
Page 71	<p>1 Q. In the last two to three months you gave a 11:58:11                  2 declaration in which it was your personal belief 11:58:14                  3 that UNIX copyrights did transfer from Novell to 11:58:17                  4 Santa Cruz as part of is the asset purchase 11:58:21                  5 agreement; correct? 11:58:23                  6 A. Correct. 11:58:24                  7 Q. And what provisions, if any, were you 11:58:24                  8 relying upon for your personal belief that the UNIX 11:58:28                  9 copyrights did transfer? 11:58:31                  10 A. Well, I relied on the description of the 11:58:33                  11 business in 1.1(a) and the recital A. I don't 11:58:39                  12 recall which other provisions I may have relied on, 11:58:48                  13 but I also relied on my recollection of the 11:58:54                  14 transaction and the negotiations surrounding the 11:58:59                  15 transaction, the conversations with Novell as to 11:59:03                  16 what they were conveying and the internal 11:59:06                  17 conversations as to what we believed we were buying. 11:59:09                  18 Q. So to make sure that I understand your 11:59:16                  19 testimony, the provisions that you right now can 11:59:19                  20 point to in support of your belief that UNIX 11:59:26                  21 copyrights did transfer from Novell to Santa Cruz 11:59:30                  22 are recital A in section 1.1(a) of the asset 11:59:33                  23 purchase agreement; is that correct? 11:59:39                  24 MR. NORMAND: Objection to form. 11:59:42                  25 THE WITNESS: The provisions that I can 11:59:46</p>	Page 73	<p>1 BY MR. BRAKEBILL: 12:01:31                  2 Q. And notwithstanding the excluded assets 12:01:32                  3 provision from section 1.1(a), is it still your 12:01:36                  4 personal belief that the UNIX copyrights did 12:01:40                  5 transfer? 12:01:42                  6 A. Yes. 12:01:43                  7 Q. From Novell to Santa Cruz? 12:01:44                  8 A. Yes. 12:01:46                  9 Q. And why is that? 12:01:46                  10 MR. NORMAND: Objection to form, asked and 12:01:55                  11 answered. 12:01:58                  12 THE WITNESS: Because it's clear -- 12:01:58                  13 BY MR. BRAKEBILL: 12:01:58                  14 Q. Let me put it this way. Aside from 12:02:02                  15 recital A -- 12:02:06                  16 A. Yes. 12:02:06                  17 Q. -- aside from section 1.1(a) in schedule 12:02:07                  18 1.1(a), is there any other reason for why you 12:02:11                  19 believe that the assets to be so purchased shall not 12:02:14                  20 include the assets set forth in schedule 1.1(b)? 12:02:16                  21 A. I didn't understand the question. 12:02:23                  22 Q. Aside from recital A, aside from section 12:02:24                  23 1.1(a), and aside from schedule 1.1(a), is there any 12:02:28                  24 other basis for your opinion that schedule 1.1(b) 12:02:36                  25 does not operate -- that schedule 1.1(b) does not 12:02:42</p>

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<p>1 excluded UNIX copyrights from the assets to be sold? 12:02:47</p> <p>2 MR. NORMAND: Objection to form, asked and 12:02:51</p> <p>3 answered. 12:02:55</p> <p>4 THE WITNESS: Yes. As I said before, I 12:02:55</p> <p>5 also recall the conversations and discussions with 12:02:59</p> <p>6 Novell as to what the intent of the transaction was, 12:03:03</p> <p>7 what they intended to convey, what SCO intended to 12:03:13</p> <p>8 purchase. 12:03:18</p> <p>9 BY MR. BRAKEBILL: 12:03:20</p> <p>10 Q. And what did Novell convey to you 12:03:21</p> <p>11 regarding what was going to be conveyed to Santa 12:03:24</p> <p>12 Cruz with regard specifically to UNIX copyrights? 12:03:28</p> <p>13 MR. NORMAND: Objection to form. 12:03:32</p> <p>14 THE WITNESS: I do not recall a specific 12:03:36</p> <p>15 conversation regarding copyrights, but Novell 12:03:39</p> <p>16 conveyed that they were clearly divesting themselves 12:03:47</p> <p>17 of the UNIX business. They had no interest in the 12:03:52</p> <p>18 UNIX business in retaining any interest in the UNIX 12:03:59</p> <p>19 business except to the extent that it related to 12:04:02</p> <p>20 Netware. 12:04:02</p> <p>21 And they were very clear about what they 12:04:08</p> <p>22 were not conveying, which were the patents. And 12:04:16</p> <p>23 they were clear about a transaction that they had 12:04:26</p> <p>24 entered into with X/Open regarding the trademark so 12:04:29</p> <p>25 at no point did they say, "Oh, by the way, we're not 12:04:34</p>	<p>1 the patents to begin with, but I remember them 12:06:25</p> <p>2 taking the pains that they wouldn't be transferring 12:06:27</p> <p>3 patents. And some of the patents had been retained 12:06:30</p> <p>4 by AT&amp;T, the original owner of the UNIX technology, 12:06:32</p> <p>5 so they weren't Novell's to transfer. 12:06:38</p> <p>6 BY MR. BRAKEBILL: 12:06:42</p> <p>7 Q. Do you believe that Novell had no rights 12:06:42</p> <p>8 in UNIX patents at the time it was entered into the 12:06:44</p> <p>9 Novell-Santa Cruz transaction? 12:06:48</p> <p>10 MR. NORMAND: Objection to form. 12:06:49</p> <p>11 THE WITNESS: I don't know. I know that 12:06:50</p> <p>12 some were retained by AT&amp;T but I don't know that 12:06:52</p> <p>13 some may have been transferred to Novell. I don't 12:06:55</p> <p>14 recall that. 12:06:58</p> <p>15 BY MR. BRAKEBILL: 12:06:58</p> <p>16 Q. But it is your understanding that no UNIX 12:06:59</p> <p>17 patents were being transferred from Novell to Santa 12:07:01</p> <p>18 Cruz? 12:07:06</p> <p>19 MR. NORMAND: Objection to form, 12:07:06</p> <p>20 mischaracterizes her testimony. 12:07:09</p> <p>21 THE WITNESS: I'm not sure what you mean by 12:07:09</p> <p>22 patents. No patents relating to specific areas of 12:07:11</p> <p>23 the UNIX technology. There is no, to my knowledge 12:07:16</p> <p>24 no broad patent over all of UNIX. It wouldn't be 12:07:19</p> <p>25 patentable, I don't believe, but there were no 12:07:23</p>
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<p>1 giving you the copyrights." 12:04:39</p> <p>2 Q. At any point in time did Novell, anyone 12:04:40</p> <p>3 from Novell, say to you, "We're going to transfer 12:04:43</p> <p>4 the UNIX copyrights to Santa Cruz"? 12:04:47</p> <p>5 A. No I don't recall that. It was assumed by 12:04:52</p> <p>6 everyone that, of course, the copyrights were 12:04:55</p> <p>7 accompanying. 12:04:59</p> <p>8 Q. There were no express words from anyone 12:05:00</p> <p>9 from Novell to you saying Novell is going to 12:05:03</p> <p>10 transfer the UNIX copyrights to Santa Cruz; correct? 12:05:08</p> <p>11 MR. NORMAND: Objection, asked and 12:05:13</p> <p>12 answered. 12:05:14</p> <p>13 THE WITNESS: That's correct. 12:05:14</p> <p>14 BY MR. BRAKEBILL: 12:05:16</p> <p>15 Q. Now, you mentioned patents. If you could 12:05:17</p> <p>16 turn to schedule 1.1(b) of Exhibit 1 and look at 12:05:22</p> <p>17 Roman V on Exhibit 2. Roman V(b) says "all 12:05:47</p> <p>18 patents." Do you see that? Is it your 12:05:51</p> <p>19 understanding that that relates to all UNIX patents? 12:05:53</p> <p>20 MR. NORMAND: Objection to form. 12:05:57</p> <p>21 THE WITNESS: I don't remember which 12:06:00</p> <p>22 patents there were. I remember a conversation with 12:06:02</p> <p>23 Ed Chatlos and I believe Burt Levine that they would 12:06:07</p> <p>24 not be transferring any patents. And there was an 12:06:11</p> <p>25 issue because, you know -- SCO wasn't interested in 12:06:20</p>	<p>1 patents relating to the UNIX assets being 12:07:27</p> <p>2 transferred, being conveyed to SCO. 12:07:32</p> <p>3 BY MR. BRAKEBILL: 12:07:37</p> <p>4 Q. If someone were to make a statement that 12:07:37</p> <p>5 Novell transferred all UNIX intellectual property to 12:07:40</p> <p>6 Santa Cruz, is it your understanding that that 12:07:43</p> <p>7 statement would be incorrect? 12:07:45</p> <p>8 A. I'm sorry? 12:07:47</p> <p>9 Q. If someone were to make the statement that 12:07:48</p> <p>10 Novell transferred all UNIX intellectual property to 12:07:52</p> <p>11 Santa Cruz, would that be an incorrect statement? 12:07:57</p> <p>12 MR. NORMAND: Objection to form, calls for 12:08:02</p> <p>13 speculation. 12:08:13</p> <p>14 THE WITNESS: I don't understand the 12:08:13</p> <p>15 question. 12:08:14</p> <p>16 BY MR. BRAKEBILL: 12:08:16</p> <p>17 Q. If someone were to say that Novell 12:08:16</p> <p>18 transferred all intellectual property relating to 12:08:21</p> <p>19 UNIX to Santa Cruz, do you have a view as to whether 12:08:25</p> <p>20 or not that statement would be correct? 12:08:29</p> <p>21 MR. NORMAND: Objection to form, calls for 12:08:31</p> <p>22 speculation. 12:08:51</p> <p>23 THE WITNESS: I don't think I can answer 12:08:51</p> <p>24 that question. I don't know which patents there may 12:08:52</p> <p>25 have been. So if you're including that in your 12:09:02</p>

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1	definition of intellectual property, then that would	12:09:05	1	representatives where Santa Cruz put the question to	12:12:25
2	have been excluded. But I believe Novell also, we	12:09:08	2	Novell, "Can you transfer the UNIX copyrights to	12:12:28
3	licensed back to them certain rights.	12:09:13	3	us?"	12:12:33
4	So I don't know if that fits into your	12:09:17	4	MR. NORMAND: Objection to form.	12:12:35
5	definition of conveyance of intellectual property.	12:09:19	5	THE WITNESS: No, I don't recall that.	12:12:42
6	So I'm sorry. I can't answer that.	12:09:22	6	BY MR. BRAKEBILL:	12:12:45
7	BY MR. BRAKEBILL:	12:09:28	7	Q. Are you aware of any conversations that	12:13:18
8	Q. Is it your understanding that the business	12:09:28	8	may have taken place between Santa Cruz	12:13:23
9	that was being sold was a UNIX business?	12:09:30	9	representatives and Novell representatives where	12:13:25
10	A. Yes.	12:09:32	10	anyone from Santa Cruz asked Novell to give them the	12:13:29
11	Q. And could you turn to attachment D of	12:09:33	11	UNIX copyrights as part of this deal?	12:13:37
12	Exhibit 1? It ends in the number on the right-hand	12:09:44	12	MR. NORMAND: Objection to form.	12:13:42
13	corner 977.	12:09:50	13	THE WITNESS: No, I do not recall any	12:13:44
14	A. Uh-huh.	12:10:06	14	conversation regarding the copyrights. It was	12:13:47
15	Q. Do you see that this is a document	12:10:07	15	assumed that the copyrights came with the business,	12:13:51
16	entitled "Seller's Patents and Patent Applications	12:10:10	16	but I do not have any specific recollection about a	12:13:57
17	Affecting the Business"?	12:10:13	17	conversation regarding copyrights.	12:14:01
18	A. Uh-huh.	12:10:14	18	BY MR. BRAKEBILL:	12:14:03
19	Q. Do you have any understanding as to	12:10:14	19	Q. So it's fair to say that you were assuming	12:14:03
20	whether these are patents or patent applications	12:10:16	20	that the UNIX copyrights were being transferred?	12:14:05
21	affecting the UNIX business that was being sold to	12:10:19	21	MR. NORMAND: Objection to form.	12:14:08
22	Santa Cruz?	12:10:23	22	THE WITNESS: I don't believe that was my	12:14:09
23	MR. NORMAND: Objection to form.	12:10:27	23	assumption alone, but yes, I was assuming that.	12:14:11
24	THE WITNESS: Yes, I believe they were. I	12:10:32	24	BY MR. BRAKEBILL:	12:14:15
25	don't have any specific recollection about the	12:10:36	25	Q. And I take it it's your view that other	12:14:22
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1	individual patents, though.	12:10:39	1	members of the Santa Cruz negotiating team were	12:14:26
2	BY MR. BRAKEBILL:	12:10:42	2	assuming that the UNIX copyrights were being	12:14:28
3	Q. I take it you would agree that none of	12:10:42	3	transferred to Santa Cruz; is that correct?	12:14:31
4	these patents were transferred to Santa Cruz as part	12:10:44	4	MR. NORMAND: Objection to form, calls for	12:14:34
5	of the deal?	12:10:48	5	speculation.	12:14:37
6	MR. NORMAND: Objection to form.	12:10:49	6	THE WITNESS: I believe it was the	12:14:37
7	THE WITNESS: I believe that's correct.	12:10:53	7	understanding of SCO and Novell that the copyrights	12:14:38
8	BY MR. BRAKEBILL:	12:11:25	8	would follow with the business.	12:14:41
9	Q. Now, in your declaration which is on	12:11:27	9	BY MR. BRAKEBILL:	12:14:41
10	Exhibit 51 --	12:11:29	10	Q. I'm just asking about Santa Cruz right	12:14:44
11	A. Uh-huh.	12:11:30	11	now, okay? Is it fair to say that it's your view	12:14:46
12	Q. -- in paragraph 8 you say, "It was never	12:11:34	12	that other members of the Santa Cruz negotiation	12:14:53
13	agreed or even discussed that Novell would be	12:11:39	13	team were assuming that the UNIX copyrights were	12:14:56
14	retaining any copyrights to UNIX." Do you see that?	12:11:42	14	being transferred to Santa Cruz?	12:15:00
15	A. Yes.	12:11:45	15	A. Yes, that's my understanding.	12:15:02
16	Q. Again, you didn't have any discussions	12:11:46	16	Q. Now, are you aware that Santa Cruz	12:15:20
17	with anyone at Novell where they told you that UNIX	12:11:48	17	before -- -- strike that.	12:15:24
18	copyrights were being transferred; correct?	12:11:51	18	At the time of the asset purchase agreement	12:15:25
19	MR. NORMAND: Objection to form and asked	12:11:54	19	Santa Cruz had an SVRX license with Novell?	12:15:30
20	and answered.	12:11:58	20	MR. NORMAND: Objection to form.	12:15:36
21	THE WITNESS: I don't recall any	12:11:58	21	THE WITNESS: No.	12:15:43
22	conversations with Novell pertaining to copyrights.	12:12:00	22	BY MR. BRAKEBILL:	12:15:44
23	BY MR. BRAKEBILL:	12:12:17	23	Q. So is it your understanding that prior to	12:15:48
24	Q. Were you part of any conversation between	12:12:17	24	the execution of the asset purchase agreement, Santa	12:15:52
25	Santa Cruz representatives and Novell	12:12:23	25	Cruz had no rights relating to UNIX System V?	12:15:56

21 (Pages 78 to 81)

Esquire Deposition Services

216 E. 45th STREET . NEW YORK, NY 10017 . 1-800-944-9454

# **EXHIBIT 23**

FORM TX  
UNITED STATES COPYRIGHT OFFICE

REGISTRATION NUMBER

TX 580 028

EFFECTIVE DATE OF REGISTRATION

MAR 25 1992

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

1

TITLE OF THIS WORK

UNIX Operating System, Edition 5 and Instruction Manual

PREVIOUS OR ALTERNATIVE TITLES

PUBLICATION AS A CONTRIBUTION If this work was published as a contribution to a periodical, serial, or collection, give information about the collective work in which the contribution appeared. Title of Collective Work

If published in a periodical or serial give: Volume Number Issue Date On Page

2

NAME OF AUTHOR

a American Telephone & Telegraph Company

DATE OF BIRTH AND DEATH

Was this contribution to the work a "work made for hire"?

Yes  
 No

AUTHOR'S NATIONALITY OR DOMICILE

Name of Country: USA  
Citizen of: USA  
Domiciled in:

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK

Anonymous?  Yes  No  
Pseudonym?  Yes  No

If the answer to either of these questions is "Yes," see circular instructions.

NATURE OF AUTHORSHIP

Briefly describe nature of the material created by this author in which copyright is claimed.

NAME OF AUTHOR

DATE OF BIRTH AND DEATH

Was this contribution to the work a "work made for hire"?

Yes  
 No

AUTHOR'S NATIONALITY OR DOMICILE

Name of Country:  
Citizen of:  
Domiciled in:

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK

Anonymous?  Yes  No  
Pseudonym?  Yes  No

If the answer to either of these questions is "Yes," see circular instructions.

NATURE OF AUTHORSHIP

Briefly describe nature of the material created by this author in which copyright is claimed.

NAME OF AUTHOR

DATE OF BIRTH AND DEATH

Was this contribution to the work a "work made for hire"?

Yes  
 No

AUTHOR'S NATIONALITY OR DOMICILE

Name of Country:  
Citizen of:  
Domiciled in:

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK

Anonymous?  Yes  No  
Pseudonym?  Yes  No

If the answer to either of these questions is "Yes," see circular instructions.

NATURE OF AUTHORSHIP

Briefly describe nature of the material created by this author in which copyright is claimed.

3

YEAR IN WHICH CREATION OF THIS WORK WAS COMPLETED  
1973

DATE AND NATION OF FIRST PUBLICATION OF THIS PARTICULAR WORK

4

COPYRIGHT CLAIMANT(S) Name and address must be given even if the claimant is the same as the author given in space 2.7  
Unix System Laboratories, Inc.  
190 River Road  
Summit, NJ 07901-1412

APR 25 1992

MAR 25 1992

TWO DEPOSITS RECEIVED

REMITTANCE NUMBER AND DATE

TRANSFER If the claimant(s) named here in space 4 are different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright. Author assigned the interest in this work to claimant by written assignment.

MORE ON BACK

• Complete all applicable spaces (Part 1) on the reverse side of this page.  
• See circular instructions.  
• Sign the form at (1) & (2).

42826840  
0483912790

and user name

See instructions before completing this space.

TL 510 028

EXAMINED BY *DM*  
CHECKED BY

FORM TX

CORRESPONDENCE  
 DEPOSIT ACCOUNT FUNDS L I E D

FOR  
COPYRIC. T  
OFFICE  
USE  
ONLY

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

**PREVIOUS REGISTRATION** Has registration for this work, or for an earlier version of this work, already been made in the Copyright Office?

- Yes  No If your answer is "Yes," why is another registration being sought? (Check appropriate box) ▾
  - This is the first published edition of a work previously registered in unpublished form.
  - This is the first application submitted by this author as copyright claimant.
  - This is a changed version of the work, as shown by space 6 on this application.
- If your answer is "Yes," give: Previous Registration Number ▾ Year of Registration ▾

5

**DERIVATIVE WORK OR COMPILATION** Complete both space 6a & 6b for a derivative work; complete only 6b for a compilation.

- a. **Preexisting Material** Identify any pre-existing work or works that this work is based on or incorporates. ▾
- b. **Material Added to This Work** Give a brief, general statement of the material that has been added to this work and in which copyright is claimed. ▾

6

See instructions before completing this space.

—space deleted—

7

**REPRODUCTION FOR USE OF BLIND OR PHYSICALLY HANDICAPPED INDIVIDUALS** A signature on this form at space 8, and a check in one of the boxes here in space 8, constitutes a non-exclusive grant of permission to the Library of Congress to reproduce and distribute solely for the blind and physically handicapped and under the conditions and limitations prescribed by the regulations of the Copyright Office: (1) copies of the work identified in space 1 of this application in Braille (or similar tactile system); or (2) phonorecords embodying a fixation of a reading of that work; or (3) both.

- a  Copies and Phonorecords
- b  Copies Only
- c  Phonorecords Only

See instructions.

8

**DEPOSIT ACCOUNT** If the registration fee is to be charged to a Deposit Account established in the Copyright Office, give name and number of Account.

Name ▾ AT&T Account Number ▾ DA0313716

9

**CORRESPONDENCE** Give name and address to which correspondence about this application should be sent. Name/Address/Zip/City/State/Zip ▾

R. A. Ryan  
131 Morristown Road  
Basking Ridge, NJ 07920-1650

Area Code & Telephone Number ▾ (408) 204-8413

Be sure to give your daytime phone number.

**CERTIFICATION** I, the undersigned, hereby certify that I am the

- Check one ▾
- author
  - other copyright claimant
  - owner of exclusive rights)
  - authorized agent of

UNIX SYSTEM LABORATORIES, INC.

Name of author or other copyright claimant, or owner of exclusive rights) ▾

of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge.

Typed or printed name and date ▾ If this is a published work, this date must be the same as or later than the date of publication given in space 3.

R. A. Ryan

Date ▾ March 24, 1992

10



Handwritten signature (X) ▾  
R. A. Ryan

**MAIL CERTIFICATE TO**

Certificate will be mailed in window envelope

Name ▾	R. A. Ryan
Number/Street/Apartment Number ▾	
City/State/Zip ▾	131 Morristown Road Basking Ridge, NJ 07920-1650

- Mail your:
- Completed (if necessary) space 7
  - Signed your application in space 10
  - Enclosed check or money order for \$70 payable to Registrar of Copyrights?
  - Enclosed your deposit material with the application and fee?
- MAIL TO: Registrar of Copyrights, Library of Congress, Washington, D.C. 20540

11

\* 17 U.S.C. § 502(a): Any person who knowingly makes a false representation of a material fact in the application for copyright registration provided for by section 408, or in any written statement filed in connection with the application, shall be fined not more than \$2,500.



# **EXHIBIT 24**

FORM TX
UNITED STATES COPYRIGHT OFFICE

REGISTRATION NUMBER

TX TXU
EFFECTIVE DATE OF REGISTRATION
Month Day Year

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

TITLE OF THIS WORK

UNIX Operating System, Edition 32V and Instruction Manual
PREVIOUS OR ALTERNATIVE TITLES

PUBLICATION AS A CONTRIBUTION If this work was published as a contribution to a periodical, serial, or collection, give information about the collective work in which the contribution appeared. Title of Collective Work

If published in a periodical or serial give: Volume Number Issue Date On Pages

NAME OF AUTHOR

American Telephone & Telegraph Company

DATES OF BIRTH AND DEATH
Year Born Year Died

Was this contribution to the work a "work made for hire"?
[X] Yes
[ ] No

AUTHOR'S NATIONALITY OR DOMICILE
Name of Country USA
OR Citizen of
Domiciled in

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK
Anonymous? [ ] Yes [ ] No
Pseudonymous? [ ] Yes [ ] No

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyright is claimed.

Computer Program

NAME OF AUTHOR

DATES OF BIRTH AND DEATH
Year Born Year Died

Was this contribution to the work a "work made for hire"?
[ ] Yes
[ ] No

AUTHOR'S NATIONALITY OR DOMICILE
Name of Country
OR Citizen of
Domiciled in

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK
Anonymous? [ ] Yes [ ] No
Pseudonymous? [ ] Yes [ ] No

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyright is claimed.

NAME OF AUTHOR

DATES OF BIRTH AND DEATH
Year Born Year Died

Was this contribution to the work a "work made for hire"?
[ ] Yes
[ ] No

AUTHOR'S NATIONALITY OR DOMICILE
Name of Country
OR Citizen of
Domiciled in

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK
Anonymous? [ ] Yes [ ] No
Pseudonymous? [ ] Yes [ ] No

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyright is claimed.

YEAR IN WHICH CREATION OF THIS WORK WAS COMPLETED
1978

DATE AND NATION OF FIRST PUBLICATION OF THIS PARTICULAR WORK
Month Day Year

COPYRIGHT CLAIMANT(S) Name and address must be given even if the claimant is the same as the author given in space 2.

UNIX System Laboratories, Inc.
190 River Road
Summit, NJ 07901-1412

APPLICATION RECEIVED

ONE DEPOSIT RECEIVED

TWO DEPOSITS RECEIVED

REMITTANCE NUMBER AND DATE

TRANSFER If the claimant(s) named here in space 4 are different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright.

Author assigned the interest in this work to claimant by written assignment.

MORE ON BACK Complete all applicable spaces (numbers 5-7) on the reverse side of this page.

DO NOT WRITE HERE

NOTE

Under the law the "author" of a "work made for hire" is generally the employer, not the employee (see instructions) For any part of this work that was "made for hire" check "Yes" in the space provided give the employer (or other person for whom the work was prepared) name of art, and leave the space for dates of birth and death blank.

Instructions are completing this space.

EXAMINED BY

FORM TX

CHECKED BY

CORRESPONDENCE Yes

DEPOSIT ACCOUNT FUNDS USED

FOR COPYRIGHT OFFICE USE ONLY

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

PREVIOUS REGISTRATION Has registration for this work, or for an earlier version of this work, already been made in the Copyright Office?

Yes  No If your answer is "Yes," why is another registration being sought? (Check appropriate box) ▼

This is the first published edition of a work previously registered in unpublished form.

This is the first application submitted by this author as copyright claimant.

This is a changed version of the work, as shown by space 6 on this application.

If your answer is "Yes," give: Previous Registration Number ▼ TXu 511 Year of Registration ▼ 1992

5

DERIVATIVE WORK OR COMPILATION Complete both space 6a & 6b for a derivative work; complete only 6b for a compilation.

a. Existing Material Identify any preexisting work or works that this work is based on or incorporates. ▼

This work is derived from UNIX Operating System, Edition 5, Registration No TXu 510 028, Issued 1992; UNIX Operating System Edition 6, for which the registration number (cont.)

b. Material Added to This Work Give a brief, general statement of the material that has been added to this work and in which copyright is claimed. ▼

Revised program.

See instructions before completing this space

6

Section 6a contd.

—space deleted—

is specified in Space 5 above and UNIX Operating System, Edition 7, an unpublished work, an application for registration of which is being filed concurrently with the instant application.

7

REPRODUCTION FOR USE OF BLIND OR PHYSICALLY HANDICAPPED INDIVIDUALS A signature on this form at space 10, and a check in one of the boxes here in space 8, constitutes a non-exclusive grant of permission to the Library of Congress to reproduce and distribute solely for the blind and physically handicapped and under the conditions and limitations prescribed by the regulations of the Copyright Office: (1) copies of the work identified in space 1 of this application in Braille (or similar tactile symbols); or (2) phonorecords embodying a fixation of a reading of that work; or (3) both.

Copies and Phonorecords

Copies Only

Phonorecords Only

See instructions

8

DEPOSIT ACCOUNT If the registration fee is to be charged to a Deposit Account established in the Copyright Office, give name and number of Account.

Name ▼ AT&T

Account Number ▼ DA0313716

9

CORRESPONDENCE Give name and address to which correspondence about this application should be sent. Name/Address/Apt./City/State/Zip ▼

R. A. Ryan

131 Morristown Road  
Basking Ridge, NJ 07920-1650

Area Code & Telephone Number ▼ 908-204-8413

Be sure to give your daytime phone number

CERTIFICATION I, the undersigned, hereby certify that I am the

Check one ▶

- author
- other copyright claimant
- owner of exclusive right(s)

of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge.  authorized agent of UNIX System Laboratories, Inc. Name of author or other copyright claimant, or owner of exclusive right(s) ▲

Typed or printed name and date ▼ If this is a published work, this date must be the same as or later than the date of publication given in space 3.

R. A. Ryan

date ▶ 5/15/92

10

Handwritten signature (X) ▼

*R. A. Ryan*

MAIL CERTIFICATE TO

Certificate will be mailed in window envelope

Name ▼	R. A. Ryan
Number Street, Apartment Number ▼	131 Morristown Road
City, State, ZIP ▼	Basking Ridge, NJ 07920-1650

- Have you:
- Completed all necessary spaces?
  - Signed your application in space 10?
  - Enclosed check or money order for \$10 payable to Register of Copyrights?
  - Enclosed your deposit material with the application and fee?
- MAIL TO: Register of Copyrights, Library of Congress, Washington, D C 20559.

11



OFFICIAL SEAL

This certificate, issued under the seal of the Copyright Office in accordance with the provisions of section 410(a) of title 17, United States Code, attests that copyright registration has been made for the work identified below. The information in this certificate has been made a part of the Copyright Office records.

*[Signature]*

REGISTER OF COPYRIGHTS  
United States of America

**FORM TX**  
UNITED STATES COPYRIGHT OFFICE

REGISTRATION NUMBER

TXU 516 704

TX

TXU

EFFECTIVE DATE OF REGISTRATION

**MAY 15 1992**

Month

Day

Year

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

TITLE OF THIS WORK ▼

1

UNIX<sup>®</sup> Operating System, Edition 32V and Instruction Manual  
PREVIOUS OR ALTERNATIVE TITLES ▼

**PUBLICATION AS A CONTRIBUTION** If this work was published as a contribution to a periodical, serial, or collection, give information about the collective work in which the contribution appeared. Title of Collective Work ▼

If published in a periodical or serial give: Volume ▼ Number ▼ Issue Date ▼ On Pages ▼

NAME OF AUTHOR ▼

DATES OF BIRTH AND DEATH

2

a American Telephone & Telegraph Company

Year Born ▼ Year Died ▼

Was this contribution to the work a "work made for hire"?  
 Yes  
 No

**AUTHOR'S NATIONALITY OR DOMICILE**  
Name of Country

OR { Citizen of ► USA  
Domiciled in ►

**WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK**

Anonymous?  Yes  No  
Pseudonymous?  Yes  No

If the answer to either of these questions is "Yes," see detailed instructions

**NATURE OF AUTHORSHIP** Briefly describe nature of the material created by this author in which copyright is claimed. ▼

Computer Program

**NOTE**

Under the law the "author" of a

NAME OF AUTHOR ▼

DATES OF BIRTH AND DEATH

b

Was this contribution to the work a "work made for hire"?  
 Yes  
 No

**AUTHOR'S NATIONALITY OR DOMICILE**  
Name of Country

OR { Citizen of ►  
Domiciled in ►

**WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK**

Anonymous?  Yes  No  
Pseudonymous?  Yes  No

If the answer to either of these questions is "Yes," see detailed instructions

**NATURE OF AUTHORSHIP** Briefly describe nature of the material created by this author in which copyright is claimed. ▼

NAME OF AUTHOR ▼

DATES OF BIRTH AND DEATH

Was this contribution to the work a "work made for hire"?  
 Yes  
 No

**AUTHOR'S NATIONALITY OR DOMICILE**  
Name of Country

OR { Citizen of ►  
Domiciled in ►

**WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK**

Anonymous?  Yes  No  
Pseudonymous?  Yes  No

If the answer to either of these questions is "Yes," see detailed instructions

**NATURE OF AUTHORSHIP** Briefly describe nature of the material created by this author in which copyright is claimed. ▼

**YEAR IN WHICH CREATION OF THIS WORK WAS COMPLETED** This information must be given in all cases.

1978 Year

**DATE AND NATION OF FIRST PUBLICATION OF THIS PARTICULAR WORK**

Complete this information ONLY if this work has been published. Month ► Day ► Year ►

**COPYRIGHT CLAIMANT(S)** Name and address must be given even if the claimant is the same as the author given in space 2. ▼

UNIX System Laboratories, Inc.  
190 River Road  
Summit, NJ 07901-1412

APPLICATION RECEIVED

MAY 15 1992

ONE DEPOSIT RECEIVED

MAY 15 1992

TWO DEPOSITS RECEIVED

REMITTANCE NUMBER AND DATE

DO NOT WRITE HERE OFFICE USE ONLY

See instructions before completing this space

**TRANSFER** If the claimant(s) named here in space 4 are different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright. ▼

Author assigned the interest in this work to claimant by written assignment.

**MORE ON BACK** • Complete all applicable spaces (numbers 5-11) on the reverse side of this page. • See detailed instructions.

DO NOT WRITE HERE

048734400  
\*048734400\*

TXu 516 704

EXAMINED BY

FORM TX

CHECKED BY

CORRESPONDENCE Yes

DEPOSIT ACCOUNT FUNDS USED

FOR COPYRIGHT OFFICE USE ONLY

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

PREVIOUS REGISTRATION Has registration for this work, or for an earlier version of this work, already been made in the Copyright Office?

Yes  No If your answer is "Yes," why is another registration being sought? (Check appropriate box) ▼

This is the first published edition of a work previously registered in unpublished form.

This is the first application submitted by this author as copyright claimant.

This is a changed version of the work, as shown by space 6 on this application.

If your answer is "Yes," give: Previous Registration Number ▼ TXu 511 236 Year of Registration ▼ 1992

5

DERIVATIVE WORK OR COMPILATION Complete both space 6a & 6b for a derivative work; complete only 6b for a compilation.

a. Preexisting Material Identify any preexisting work or works that this work is based on or incorporates. ▼

This work is derived from UNIX Operating System, Edition 5, Registration No TXu 510 028 issued 1992; UNIX Operating System Edition 6, for which the registration number (cont.)

b. Material Added to This Work Give a brief, general statement of the material that has been added to this work and in which copyright is claimed. ▼

Revised program.

See instructions before completing this space

6

Section 6a contd.

—space deleted—

is specified in Space 5 above and UNIX Operating System, Edition 7, an unpublished work, an application for registration of which is being filed concurrently with the instant application.

7

REPRODUCTION FOR USE OF BLIND OR PHYSICALLY HANDICAPPED INDIVIDUALS A signature on this form at space 10, and a check in one of the boxes here in space 8, constitutes a non-exclusive grant of permission to the Library of Congress to reproduce and distribute solely for the blind and physically handicapped and under the conditions and limitations prescribed by the regulations of the Copyright Office: (1) copies of the work identified in space 1 of this application in Braille (or similar tactile symbols); or (2) phonorecords embodying a fixation of a reading of that work; or (3) both.

a  Copies and Phonorecords

b  Copies Only

c  Phonorecords Only

See instructions

DEPOSIT ACCOUNT If the registration fee is to be charged to a Deposit Account established in the Copyright Office, give name and number of Account.

Name ▼ AT&T

Account Number ▼ DA0313716

CORRESPONDENCE Give name and address to which correspondence about this application should be sent. Name/Address/Apt./City/State/Zip ▼

R. A. Ryan

131 Morristown Road

Basking Ridge, NJ 07920-1650

Area Code & Telephone Number ▶ 908-204-8413

Be sure to give your daytime phone number

8

9

CERTIFICATION\* I, the undersigned, hereby certify that I am the

Check one ▶

author

other copyright claimant

owner of exclusive right(s)

authorized agent of UNIX System Laboratories, Inc.

Name of author or other copyright claimant, or owner of exclusive right(s) ▲

of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge.

Typed or printed name and date ▼ If this is a published work, this date must be the same as or later than the date of publication given in space 3.

R. A. Ryan

date ▶ 5/15/92

Handwritten signature (X) ▼ R. A. Ryan

10

MAIL CERTIFICATE TO

Certificate will be mailed in window envelope

Name ▼	R. A. Ryan
Number Street, Apartment Number ▼	131 Morristown Road
City, State, ZIP ▼	Basking Ridge, NJ 07920-1650

Have you:

- Completed all necessary spaces?
- Signed your application in space 10?
- Enclosed check or money order for \$10 payable to Register of Copyrights?
- Enclosed your deposit material with the application and fee?

MAIL TO: Register of Copyrights Library of Congress, Washington, D C 20559.

11

# **EXHIBIT 25**

FORM TX
UNITED STATES COPYRIGHT OFFICE
REGISTRATION NUMBER

TX TXU
EFFECTIVE DATE OF REGISTRATION
Month Day Year

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

TITLE OF THIS WORK

UNIX Operating System, Edition 7 and Instruction Manual
PREVIOUS OR ALTERNATIVE TITLES

PUBLICATION AS A CONTRIBUTION If this work was published as a contribution to a periodical, serial, or collection, give information about the collective work in which the contribution appeared. Title of Collective Work

If published in a periodical or serial give: Volume Number Issue Date On Pages

NAME OF AUTHOR

American Telephone & Telegraph Company

DATES OF BIRTH AND DEATH
Year Born Year Died

Was this contribution to the work a "work made for hire"?
AUTHOR'S NATIONALITY OR DOMICILE
Name of Country USA
Citizen of Domiciled in

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK
Anonymous? Pseudonymous?

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyright is claimed.

Computer Program

NAME OF AUTHOR

DATES OF BIRTH AND DEATH
Year Born Year Died

Was this contribution to the work a "work made for hire"?
AUTHOR'S NATIONALITY OR DOMICILE
Name of country
Citizen of Domiciled in

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK
Anonymous? Pseudonymous?

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyright is claimed.

NAME OF AUTHOR

DATES OF BIRTH AND DEATH
Year Born Year Died

Was this contribution to the work a "work made for hire"?
AUTHOR'S NATIONALITY OR DOMICILE
Name of Country
Citizen of Domiciled in

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK
Anonymous? Pseudonymous?

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyright is claimed.

YEAR IN WHICH CREATION OF THIS WORK WAS COMPLETED
1978

DATE AND NATION OF FIRST PUBLICATION OF THIS PARTICULAR WORK
Month Day Year

COPYRIGHT CLAIMANT(S) Name and address must be given even if the claimant is the same as the author given in space 2.

UNIX SYSTEM LABORATORIES, INC.
190 River Road
Summit, NJ 07901-1412

APPLICATION RECEIVED

ONE DEPOSIT RECEIVED

TWO DEPOSITS RECEIVED

REMITTANCE NUMBER AND DATE

TRANSFER If the claimant(s) named here in space 4 are different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright.
Author assigned the interest in this work to claimant by written assignment.

MORE ON BACK Complete all applicable spaces (numbers 5-11) on the reverse side of this page. See detailed instructions.

DO NOT WRITE HERE

1
2
NOTE
Under the law, the "author" of a "work made for hire" is generally the employer, not the employee (see instructions). For any part of this work that was "made for hire" check "Yes" in the space provided, give the employer (or other person for whom the work was prepared) name of art, and leave the space for dates of birth and death blank.

DO NOT WRITE HERE OFFICE USE ONLY

EXAMINED BY

FORM TX

CHECKED BY

CORRESPONDENCE Yes

DEPOSIT ACCOUNT FUNDS USED

FOR COPYRIGHT OFFICE USE ONLY

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

PREVIOUS REGISTRATION Has registration for this work, or for an earlier version of this work, already been made in the Copyright Office?

Yes  No If your answer is "Yes," why is another registration being sought? (Check appropriate box) ▼

This is the first published edition of a work previously registered in unpublished form.

This is the first application submitted by this author as copyright claimant.

This is a changed version of the work, as shown by space 6 on this application.

If your answer is "Yes," give: Previous Registration Number ▼

Year of Registration ▼

TXu 511 236

1992

5

DERIVATIVE WORK OR COMPILATION Complete both space 6a & 6b for a derivative work; complete only 6b for a compilation.

a. Existing Material Identify any preexisting work or works that this work is based on or incorporates. ▼

present work is a revision of an earlier registered work entitled UNIX Operating System Edition 6 the registration for which is identified in space 5, and the earlier work is (cont.)

6

b. Material Added to This Work Give a brief, general statement of the material that has been added to this work and in which copyright is claimed. ▼

Revised program

See instructions before completing this space.

—space deleted—

7

Section 6 Contd.

in turn, a revision of a still earlier work entitled UNIX Operating System Edition 5, which was registered in 1992 as Registration No. TXu 510 028.

REPRODUCTION FOR USE OF BLIND OR PHYSICALLY HANDICAPPED INDIVIDUALS A signature on this form at space 10, and a check in one of the boxes here in space 8, constitutes a non-exclusive grant of permission to the Library of Congress to reproduce and distribute solely for the blind and physically handicapped and under the conditions and limitations prescribed by the regulations of the Copyright Office: (1) copies of the work identified in space 1 of this application in Braille (or similar tactile symbols); or (2) phonorecords embodying a fixation of a reading of that work; or (3) both.

Copies and Phonorecords

Copies Only

Phonorecords Only

See instructions

DEPOSIT ACCOUNT If the registration fee is to be charged to a Deposit Account established in the Copyright Office, give name and number of Account.

Name ▼ AT&T

Account Number ▼

DA0313716

8

CORRESPONDENCE Give name and address to which correspondence about this application should be sent. Name, Address, Apt./City/State/Zip ▼

R. A. Ryan

131 Morristown Road

Basking Ridge, NJ 07920-1650

Area Code & Telephone Number ▶

908-204-8413

Be sure to give your daytime office number

CERTIFICATION I, the undersigned, hereby certify that I am the

Check one ▶

author

other copyright claimant

owner of exclusive right(s)

authorized agent of UNIX SYSTEM LABORATORIES, INC.

of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge.

Name of author or other copyright claimant, or owner of exclusive right(s) ▶

Typed or printed name and date ▼ If this is a published work, this date must be the same as or later than the date of publication given in space 3.

R. A. Ryan

date ▶

5/15/92

10

Handwritten signature (s) ▼

R. A. Ryan

MAIL CERTIFICATE TO

Name ▼

R. A. Ryan

Number Street Apartment Number ▼

131 Morristown Road

City, State ZIP ▼

Basking Ridge, New Jersey 07920-1650

Certificate will be mailed in window envelope

Have you:

- Completed all necessary spaces?
- Signed your application in space 10?
- Enclosed check or money order for \$10 payable to Register of Copyrights?
- Enclosed your deposit material with the application and fee?

MAIL TO: Register of Copyrights, Library of Congress, Washington, D.C. 20559.

11





OFFICIAL SEAL

This certificate, issued under the seal of the Copyright Office in accordance with the provisions of section 410(a) of title 17, United States Code, attests that copyright registration has been made for the work identified below. The information in this certificate has been made a part of the Copyright Office records.

*[Handwritten Signature]*

REGISTER OF COPYRIGHTS  
United States of America

FORM TX  
UNITED STATES COPYRIGHT OFFICE

REGISTRATION NUMBER

TX 516 705

TX  
EFFECTIVE DATE OF REGISTRATION

MAY 15 1992  
Month Day Year

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

TITLE OF THIS WORK ▼

1 UNIX<sup>®</sup> Operating System, Edition 7 and Instruction Manual

PREVIOUS OR ALTERNATIVE TITLES ▼

PUBLICATION AS A CONTRIBUTION If this work was published as a contribution to a periodical, serial, or collection, give information about the collective work in which the contribution appeared. Title of Collective Work ▼

If published in a periodical or serial give: Volume ▼ Number ▼ Issue Date ▼ On Pages ▼

2 NAME OF AUTHOR ▼

a American Telephone & Telegraph Company

DATES OF BIRTH AND DEATH  
Year Born ▼ Year Died ▼

Was this contribution to the work a "work made for hire"?  Yes  No

AUTHOR'S NATIONALITY OR DOMICILE  
Name of Country

OR { Citizen of ► USA

Domiciled in ►

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK

Anonymous?  Yes  No

Pseudonymous?  Yes  No

if the answer to either of these questions is "Yes," see detailed instructions

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyright is claimed. ▼

Computer Program

b NAME OF AUTHOR ▼

DATES OF BIRTH AND DEATH  
Year Born ▼ Year Died ▼

Was this contribution to the work a "work made for hire"?  Yes  No

AUTHOR'S NATIONALITY OR DOMICILE  
Name of Country

OR { Citizen of ►

Domiciled in ►

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK

Anonymous?  Yes  No

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c NAME OF AUTHOR ▼

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OR { Citizen of ►

Domiciled in ►

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK

Anonymous?  Yes  No

Pseudonymous?  Yes  No

if the answer to either of these questions is "Yes," see detailed instructions

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyright is claimed. ▼

YEAR IN WHICH CREATION OF THIS WORK WAS COMPLETED This information must be given in all cases.

1978 ◀ Year

DATE AND NATION OF FIRST PUBLICATION OF THIS PARTICULAR WORK

Complete this information ONLY if this work has been published. Month ► Day ► Year ►

COPYRIGHT CLAIMANT(S) Name and address must be given even if the claimant is the same as the author given in space 2. ▼

UNIX SYSTEM LABORATORIES, INC.  
190 River Road  
Summit, NJ 07901-1412

APPLICATION RECEIVED  
MAY 15 1992  
ONE DEPOSIT RECEIVED  
MAY 15 1992  
TWO DEPOSITS RECEIVED

DO NOT WRITE HERE OFFICE USE ONLY

REMITTANCE NUMBER AND DATE

TRANSFER If the claimant(s) named here in space 4 are different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright. ▼

Author assigned the interest in this work to claimant by written assignment.

MORE ON BACK ► • Complete all applicable spaces (numbers 5-11) on the reverse side of this page. • See detailed instructions. • Sign the form at line 10.

DO NOT WRITE HERE

NOTE

Under the law, the "author" of a "work made for hire" is generally the employer, not the employee (see instructions). For any part of this work that was "made for hire" check "Yes" in the space provided, give the employer for

04873437  
048734397

TXu 516 705

EXAMINED BY

*[Signature]*

FORM TX

CHECKED BY

TXu 516 705

- CORRESPONDENCE Yes
- DEPOSIT ACCOUNT FUNDS USED

FOR COPYRIGHT OFFICE USE ONLY

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

PREVIOUS REGISTRATION Has registration for this work, or for an earlier version of this work, already been made in the Copyright Office?

Yes  No If your answer is "Yes," why is another registration being sought? (Check appropriate box) ▼

This is the first published edition of a work previously registered in unpublished form.

This is the first application submitted by this author as copyright claimant.

This is a changed version of the work, as shown by space 6 on this application.

If your answer is "Yes," give: Previous Registration Number ▼

Year of Registration ▼

TXu 511 236

1992

5

DERIVATIVE WORK OR COMPILATION Complete both space 6a & 6b for a derivative work; complete only 6b for a compilation.

a. Preexisting Material Identify any preexisting work or works that this work is based on or incorporates. ▼

Present work is a revision of an earlier registered work entitled UNIX Operating System Edition 6 the registration for which is identified in space 5, and the earlier work is (cont.)

b. Material Added to This Work Give a brief, general statement of the material that has been added to this work and in which copyright is claimed. ▼

Revised program

See instructions before completing this space.

6

—space deleted—

Section 6 Contd.

in turn, a revision of a still earlier work entitled UNIX Operating System Edition 5, which was registered in 1992 as Registration No. TXu 510 028.

REPRODUCTION FOR USE OF BLIND OR PHYSICALLY HANDICAPPED INDIVIDUALS

A signature on this form at space 10, and a check in one of the boxes here in space 8, constitutes a non-exclusive grant of permission to the Library of Congress to reproduce and distribute solely for the blind and physically handicapped and under the conditions and limitations prescribed by the regulations of the Copyright Office: (1) copies of the work identified in space 1 of this application in Braille (or similar tactile symbols); or (2) phonorecords embodying a fixation of a reading of that work; or (3) both.

a  Copies and Phonorecords

b  Copies Only

c  Phonorecords Only

See instructions.

DEPOSIT ACCOUNT If the registration fee is to be charged to a Deposit Account established in the Copyright Office, give name and number of Account.

Name ▼ AT&T

Account Number ▼

DA0313716

8

9

CORRESPONDENCE Give name and address to which correspondence about this application should be sent. Name/Address/Apt/City/State/Zip ▼

R. A. Ryan

131 Morristown Road

Basking Ridge, NJ 07920-1650

Area Code & Telephone Number ▶

908-204-8413

Be sure to give your daytime phone number.

CERTIFICATION\* I, the undersigned, hereby certify that I am the

Check one ▶

- author
- other copyright claimant
- owner of exclusive right(s)

of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge.

authorized agent of UNIX SYSTEM LABORATORIES, INC.

Name of author or other copyright claimant, or owner of exclusive right(s) ▲

Typed or printed name and date ▼ If this is a published work, this date must be the same as or later than the date of publication given in space 3.

R. A. Ryan

date ▶

5/15/92

Handwritten signature (2) ▼

*[Handwritten signature]*

10

MAIL CERTIFICATE TO

Certificate will be mailed in window envelope

Name ▼	R. A. Ryan
Number/Street/Apartment Number ▼	131 Morristown Road
City/State/ZIP ▼	Basking Ridge, New Jersey 07920-1650

Have you:

- Completed all necessary spaces?
- Signed your application in space 10?
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MAIL TO: Register of Copyrights, Library of Congress, Washington, D.C. 20559.

11

\* 17 U.S.C. § 506(e): Any person who knowingly makes a false representation of a material fact in the application for copyright registration provided for by section 409, or in any written statement filed in connection with the application, shall be fined not more than \$2,500.



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*[Signature]*

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United States of America

**FORM TX**  
UNITED STATES COPYRIGHT OFFICE

REGISTRATION NUMBER

TX 516 705

TX TXU  
EFFECTIVE DATE OF REGISTRATION

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Month Day Year

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1

TITLE OF THIS WORK

UNIX<sup>®</sup> Operating System, Edition 7 and Instruction Manual  
PREVIOUS OR ALTERNATIVE TITLES

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If published in a periodical or serial give: Volume Number Issue Date On Pages

2

NAME OF AUTHOR

American Telephone & Telegraph Company

DATES OF BIRTH AND DEATH  
Year Born Year Died

Was this contribution to the work a "work made for hire"?  
 Yes  
 No

AUTHOR'S NATIONALITY OR DOMICILE  
Name of Country  
OR Citizen of USA  
Domiciled in

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK  
Anonymous?  Yes  No  
Pseudonymous?  Yes  No

NOTE

Under the law, the "author" of a "work made for hire" is generally the employer, not the employee (see instructions). For any part of this work that was "made for hire" check "Yes" in the space provided, give the employer for

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyright is claimed.

Computer Program

NAME OF AUTHOR

Was this contribution to the work a "work made for hire"?  
 Yes  
 No

AUTHOR'S NATIONALITY OR DOMICILE  
Name of country  
OR Citizen of  
Domiciled in

DATES OF BIRTH AND DEATH  
Year Born Year Died

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NAME OF AUTHOR

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 No

AUTHOR'S NATIONALITY OR DOMICILE  
Name of Country  
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DATES OF BIRTH AND DEATH  
Year Born Year Died

WAS THIS AUTHOR'S CONTRIBUTION TO THE WORK  
Anonymous?  Yes  No  
Pseudonymous?  Yes  No

NATURE OF AUTHORSHIP Briefly describe nature of the material created by this author in which copyright is claimed.

YEAR IN WHICH CREATION OF THIS WORK WAS COMPLETED  
1978

DATE AND NATION OF FIRST PUBLICATION OF THIS PARTICULAR WORK  
Month Day Year

COPYRIGHT CLAIMANT(S) Name and address must be given even if the claimant is the same as the author given in space 2.

UNIX SYSTEM LABORATORIES, INC.  
190 River Road  
Summit, NJ 07901-1412

APPLICATION RECEIVED  
MAY 15 1992  
ONE DEPOSIT RECEIVED  
MAY 15 1992  
TWO DEPOSITS RECEIVED

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REMITTANCE NUMBER AND DATE

TRANSFER If the claimant(s) named here in space 4 are different from the author(s) named in space 2, give a brief statement of how the claimant(s) obtained ownership of the copyright.  
Author assigned the interest in this work to claimant by written assignment.

MORE ON BACK Complete all applicable spaces (numbers 5-11) on the reverse side of this page.

DO NOT WRITE HERE

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See instructions before completing this space.

TXU 516 705

EXAMINED BY \_\_\_\_\_ FORM TX

CHECKED BY ASJ

CORRESPONDENCE Yes

DEPOSIT ACCOUNT FUNDS USED

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DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE A SEPARATE CONTINUATION SHEET.

**PREVIOUS REGISTRATION** Has registration for this work, or for an earlier version of this work, already been made in the Copyright Office?

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- This is the first application submitted by this author as copyright claimant.
- This is a changed version of the work, as shown by space 6 on this application.
- If your answer is "Yes," give: Previous Registration Number ▼ Year of Registration ▼

TXU 511 236 1992

5

**DERIVATIVE WORK OR COMPILATION** Complete both space 6a & 6b for a derivative work; complete only 6b for a compilation.

- a. **Preexisting Material** Identify any preexisting work or works that this work is based on or incorporates. ▼
- Present work is a revision of an earlier registered work entitled UNIX Operating System Edition 6 the registration for which is identified in space 5, and the earlier work is (cont.)
- b. **Material Added to This Work** Give a brief, general statement of the material that has been added to this work and in which copyright is claimed. ▼
- Revised program

6

—space deleted—

7

Section 6 Contd.

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- b  Copies Only
- c  Phonorecords Only

8

**DEPOSIT ACCOUNT** If the registration fee is to be charged to a Deposit Account established in the Copyright Office, give name and number of Account.

Name ▼ AT&T Account Number ▼ DA0313716

9

**CORRESPONDENCE** Give name and address to which correspondence about this application should be sent. Name: Address: Apt/City/State/Zip ▼

R. A. Ryan  
131 Morristown Road  
Basking Ridge, NJ 07920-1650

Area Code & Telephone Number ▶ 908-204-8413

Be sure to give your daytime phone number.

**CERTIFICATION** I, the undersigned, hereby certify that I am the

Check one ▶

- author
- other copyright claimant
- owner of exclusive right(s)
- authorized agent of UNIX SYSTEM LABORATORIES, INC.
- Name of author or other copyright claimant, or owner of exclusive right(s) ▶

of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge.

Typed or printed name and date ▼ If this is a published work, this date must be the same as or later than the date of publication given in space 3.

R. A. Ryan

date ▶ 5/15/92

10

Handwritten signature R. A. Ryan

**MAIL CERTIFICATE TO**

Certificate will be mailed in window envelope

Name ▼ R. A. Ryan

Number Street Apartment Number ▼ 131 Morristown Road

City, State ZIP ▼ Basking Ridge, New Jersey 07920-1650

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  - Enclosed check or money order for \$10 payable to Register of Copyrights?
  - Enclosed your deposit material with the application and fee?
- MAIL TO: Register of Copyrights, Library of Congress, Washington, D C 20559.

11

# **EXHIBIT 26**

Brent O. Hatch (5715)  
Mark F. James (5295)  
HATCH, JAMES & DODGE  
10 West Broadway, Suite 400  
Salt Lake City, Utah 84101  
Telephone: (801) 363-6363  
Facsimile: (801) 363-6666

Robert Silver (admitted pro hac vice)  
Edward Normand (admitted pro hac vice)  
BOIES, SCHILLER & FLEXNER LLP  
333 Main Street  
Armonk, New York 10504  
Telephone: (914) 749-8200  
Facsimile: (914) 749-8300

Stuart H. Singer (admitted pro hac vice)  
BOIES, SCHILLER & FLEXNER LLP  
401 East Las Olas Boulevard – Suite 1200  
Ft. Lauderdale, Florida 33301  
Telephone: (954) 356-0011  
Facsimile: (954) 356-0022

Stephen N. Zack (admitted pro hac vice)  
BOIES, SCHILLER & FLEXNER LLP  
Bank of America Tower – Suite 2800  
100 Southeast Second Street  
Miami, Florida 33131  
Telephone: (305) 539-8400  
Facsimile: (305) 539-1307

*Attorneys for The SCO Group, Inc.*

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF UTAH**

THE SCO GROUP, INC.

Plaintiff/Counterclaim-Defendant,

v.

INTERNATIONAL BUSINESS  
MACHINES CORPORATION,

Defendant/Counterclaim-Plaintiff.

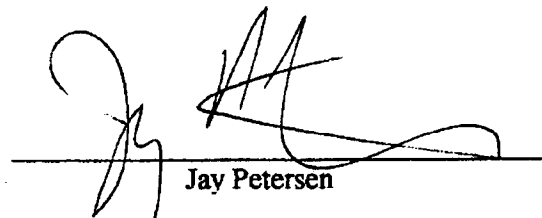
**DECLARATION OF  
JAY PETERSEN  
(COPYRIGHT NOTICES)**

Case No. 2:03CV-0294DAK  
Honorable Dale A. Kimball  
Magistrate Judge Brooke C. Wells

I, Jay Petersen, declare as follows:

1. I submit this declaration in connection with The SCO Group, Inc. v. International Business Machines Corporation, Civil Action No. 2:03CV-0294 DAK (D. Utah 2003). I make this declaration based upon personal knowledge.
2. I have been employed at The SCO Group, Inc. and its predecessor entities since 1986 in various different engineering positions. In my capacity as a Director at SCO during the years 1998 through 2001, I was intimately involved in the operation of SCO.
3. Counsel for SCO has asked me to examine the source code of the UNIX product that Santa Cruz developed following Santa Cruz's acquisition of the UNIX business from Novell in 1995. Accordingly, I have examined the source code of UnixWare Version 7, which first shipped in 1998. The source code throughout the product contains this repeated reservation of rights: "Copyright (c) 1998 The Santa Cruz Operation, Inc. All Rights Reserved".

November 10, 2006

  
Jay Petersen

# **EXHIBIT 27**



**Included on this CD** Additional information inside

The following SCO UnixWare configurations are included on this single CD. Depending on the configuration you've purchased, one (or more) of the following SCO products are licensed for use:

- SCO UnixWare Application Server**
- SCO UnixWare Personal Edition**

To activate additional product services you must obtain a separate SCO License and Activation Key from an SCO authorized supplier.

Other SCO UnixWare products which are currently available for purchase include:

- SCO UnixWare Online Data Manager**
- SCO UnixWare Software Development Kit**

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