

EXHIBIT E

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

THE SCO GROUP, INC.,

Plaintiff/Counterclaim Defendant,

v.

NOVELL, INC.,

Defendant/Counterclaim-Plaintiff.

**DECLARATION OF
EDWARD N. CAHN**

Case No. 2:04CV00139
Honorable Ted Stewart

I, Edward N. Cahn, declare as follows:

1. I am a citizen of the United States, am over the age of 21, and am competent to testify to the matters set forth herein.

2. I served as United States District Judge for the Eastern District of Pennsylvania from 1975 to 1998 and was Chief Judge from 1993 to 1998. Since 1999 I have been Of Counsel at the law firm of Blank Rome LLP in Philadelphia, Pennsylvania. I graduated magna cum laude with a Bachelor of Arts degree from Lehigh University and received my LL.B. degree from Yale University in 1958. I have substantial experience as a mediator and arbitrator of complex commercial matters, including disputes over intellectual property and contract rights.

3. On August 26, 2009, Judge Kevin Gross of the United States Bankruptcy Court for the District of Delaware appointed me as Chapter 11 Trustee of The SCO Group, Inc. ("SCO"), the Plaintiffs/Counterclaim Defendant in this matter. Judge Gross did so pursuant to his Memorandum Opinion dated August 5, 2009, in which he had determined that such a Trustee would in a "better position" than himself to assess SCO's pending litigation and determine "whether the Debtors should continue to pursue the litigation."

4. In accordance with my appointment and mandate, I have spent over a hundred hours reading and analyzing many of the court rulings, legal briefs, evidence, expert reports, and hearing transcripts pertaining to SCO's litigation against Novell and IBM, and in meeting with counsel from all sides to learn and ask about the cases. I am continuing to do such work but feel that I have a good understanding of the cases and the parties' respective positions.

5. In accordance with my mandate, I made my first report to Judge Gross in open court on October 23, 2009. In that report, I conveyed what I described as my preliminary view

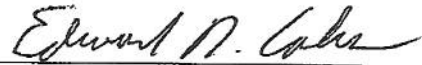
that SCO's cases have merit and that SCO should pursue them aggressively. Judge Gross accepted my assessment and directed me to follow my view. I have reviewed the transcript of my report to Judge Gross and it accurately reflects our discussion.

6. Accordingly, under both my original mandate and following Judge Gross's acceptance of my initial report and recommendation, I intend to move aggressively to reach resolution of SCO's cases. In my view, the best and most appropriate way to pursue that strategy is to proceed to trial on SCO's non-stayed claims against Novell – that is, SCO's claims for slander of title and concerning ownership of the UNIX copyrights at issue. I do think that approach is especially appropriate considering that Novell had the opportunity to proceed to trial on its claims against SCO for damages in early 2008 and in light of the recent favorable ruling for SCO by the Tenth Circuit Court of Appeals, whose mandate brings SCO back to this Court. In reaching this conclusion, I also favorably considered the Court of Appeals' prompt decision to deny Novell's motion to stay the proceedings (a decision made before SCO had even filed an opposition to the request).

7. I want to be clear that I defer to this Court's discretion in resolving Novell's instant request for reassignment or consolidation, but I would like to convey my view that it is in the best interests of the parties and is consistent with the proceedings in the Bankruptcy Court to expedite the trial of this matter – that the Court schedule the trial of SCO's non-stayed claims against Novell at the earliest practicable date, and that SCO's cases against Novell and IBM remain separate and that they not be reassigned. In my view, the status quo of the assignment and separate status of the cases allows the cases to proceed most efficiently and affords SCO the best opportunity to proceed to trial against Novell at the earliest practicable date, in furtherance

of my mandate from the Bankruptcy Court in Delaware. In addition, based on my experience, I believe consolidating the Novell and IBM cases will make the trial overly complex and difficult for a jury to understand, to the detriment of all parties.

Dated this 18th day of November, 2009



Edward N. Cahn