

# **EXHIBIT E**



Our conclusion today was to recommend you send the letter to Brad and see how he responds. If Microsoft either modifies the program generally, or cuts Novell its own deal, then we have what we want: use of the logo without the NT compatibility requirement. If the response is "No", then we proceed without the logo and decide how to position our decision. We certainly have good arguments to support a decision not to support the logo program: 1) NT's APIs are not the same as Windows 95's APIs, 2) achieving NT compatibility would require substantial additional development, and 3) Novell's development plans do not include NT in the immediate future. Consequently, we are choosing not to participate in the logo program. At this point, our inclination is to take the lower profile approach. There is sufficient interest in the press and among other ISVs that our decision will very quickly become known publicly.

A couple of cautions: We should take care not to discuss this with other ISVs or otherwise attempt to dissuade them from supporting the logo program as such activities could violate antitrust law. We should also take care not to give inconsistent messages as we speak with the press or in public forums. My recommendation is that, until we have heard from Brad and have decided what tack to take on this issue, we refrain from publicly challenging the logo program.

I believe Glen will give you more details of today's discussion and confirm my recommendation that the letter be sent. If you have any questions, please let me know.

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