IN THE UNITED STATES DISTRICT COURT
DISTRICT OF UTAH, CENTRAL DIVISION

In re NOVELL, INC. SECURITIES LITIGATION)	Case No. 2:99-CV-995 TC
)	
This Document Relates To:)	CLASS ACTION
)	
ALL ACTIONS.)	Judge Tena Campbell
)	Magistrate Judge David Nuffer

PROOF OF CLAIM AND RELEASE

I. GENERAL INSTRUCTIONS

1.   To recover as a Member of the Settlement Class based on your claims in the action entitled *In re Novell, Inc. Securities Litigation*, Case No. 2:99-CV-995 TC (the "Litigation"), you must complete and, on page 6 hereof, sign this Proof of Claim and Release. If you fail to file a properly addressed (as set forth in paragraph 3 below) Proof of Claim and Release, your claim may be rejected and you may be precluded from any recovery from the Net Settlement Fund created in connection with the proposed settlement of the Litigation.

2.   Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of settlement in the Litigation.

3.   YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE POSTMARKED ON OR BEFORE JUNE 7, 2005, ADDRESSED AS FOLLOWS:

Novell Securities Litigation
Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 990
Corte Madera, CA 94976-0990

If you are NOT a Member of the Settlement Class (as defined in the "Notice of Pendency and Proposed Settlement of Class Action") DO NOT submit a Proof of Claim and Release form.

4.   If you are a Member of the Settlement Class, you are bound by the terms of any judgment entered in the Litigation, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE.

II. DEFINITIONS

1.   "Defendants" means Novell, Inc., John A. Young, Joseph A. Marengi and James R. Tolonen.

2.   "Released Persons" means each and all of the Defendants and their Related Parties.

III. CLAIMANT IDENTIFICATION

1.   If you purchased Novell stock and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser.

2.   Use Part I of this form entitled "Claimant Identification" to identify each purchaser of record ("nominee"), if different from the beneficial purchaser of Novell stock which forms the basis of this claim. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER OR PURCHASERS, OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER OR PURCHASERS OF THE NOVELL STOCK UPON WHICH THIS CLAIM IS BASED.

3.   All joint purchasers must sign this claim. Executors, administrators, guardians, conservators and trustees must complete and sign this claim on behalf of Persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

IV. CLAIM FORM

1.   Use Part II of this form entitled "Schedule of Transactions in Novell Stock" to supply all required details of your transaction(s) in Novell stock. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

2. On the schedules, provide all of the requested information with respect to **all** of your purchases and **all** of your sales of Novell stock which took place at any time beginning November 1, 1996 through April 22, 1997, inclusive (the "Settlement Class Period"), whether such transactions resulted in a profit or a loss. Failure to report all such transactions may result in the rejection of your claim.

3. List each transaction in the Settlement Class Period separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day and year of each transaction you list.
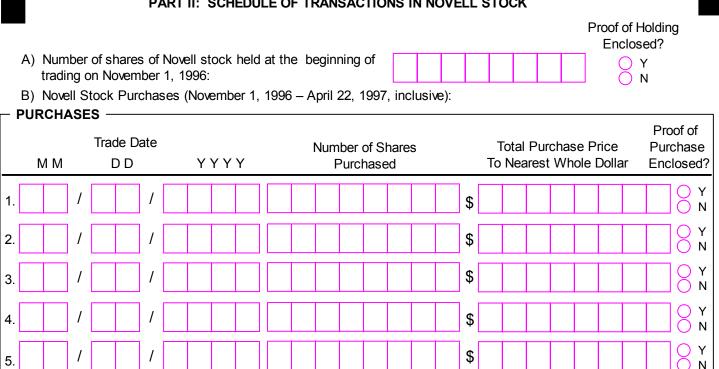
4. The date of covering a "short sale" is deemed to be the date of purchase of Novell stock. The date of a "short sale" is deemed to be the date of sale.

5. Broker confirmations or other documentation of your transactions in Novell stock should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

6. The above requests are designed to provide the minimum amount of information necessary to process the most simple claims. The Claims Administrator may request additional information as required to efficiently and reliably calculate your losses. In some cases where the Claims Administrator cannot perform the calculation accurately or at a reasonable cost to the Settlement Class with the information provided, the Claims Administrator may condition acceptance of the claim upon the production of additional information and/or the hiring of an accounting expert at the claimant's cost.

Official
Office
Use
Only

UNITED STATES DISTRICT COURT
DISTRICT OF UTAH, CENTRAL DIVISION

In re Novell, Inc. Securities Litigation
Case No. 2:99-CV-995 TC

PROOF OF CLAIM

Please Neatly Print in the Boxes Below

Do Not Use Red Ink, Pencil or Staples

**Must be Postmarked
No Later Than:
June 7, 2005**

NVLL1

PART I: CLAIMANT IDENTIFICATION

Last Name (Beneficial Owner)

First Name (Beneficial Owner)

Last Name (Co-Beneficial Owner)

First Name (Co-Beneficial Owner)

Company/Beneficial Owner (If Claimant is not an Individual)

Trustee/Custodian/Nominee

Account#/Fund# (Not Necessary for Individual Filers)

Trust/Pension Date
/ /

Social Security Number
- -

Taxpayer Identification Number
or -

Telephone Number (work)
- -

Telephone Number (home)
- -

Email Address

MAILING INFORMATION

Address

Address

City

State

Zip Code
-

Foreign Province

Foreign Zip Code

Foreign Country Abbreviation

For Claims
Processing only

PC ☐☐   LS ☐   BC1 ☐☐   DEF ☐   LATE ☐

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PART II: SCHEDULE OF TRANSACTIONS IN NOVELL STOCK

A) Number of shares of Novell stock held at the beginning of trading on November 1, 1996:

Proof of Holding Enclosed?
○ Y
○ N

B) Novell Stock Purchases (November 1, 1996 – April 22, 1997, inclusive):

PURCHASES

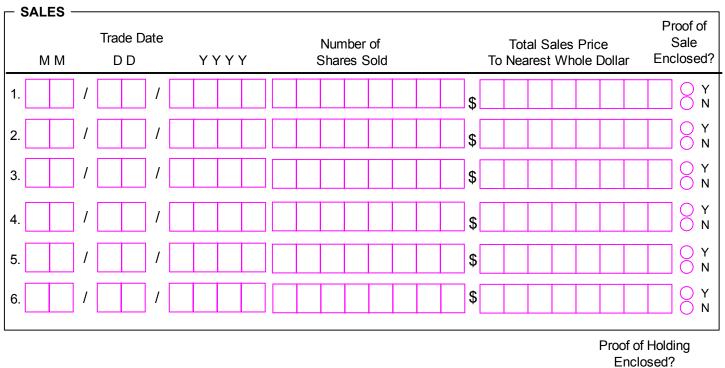|	Trade Date M M	D D	Y Y Y Y	Number of Shares Purchased	Total Purchase Price To Nearest Whole Dollar	Proof of Purchase Enclosed?
1.		/	/		$	○ Y ○ N
2.		/	/		$	○ Y ○ N
3.		/	/		$	○ Y ○ N
4.		/	/		$	○ Y ○ N
5.		/	/		$	○ Y ○ N
6.		/	/		$	○ Y ○ N

IMPORTANT: Identify by number listed above all purchases in which you covered a "short sale": _____

C) Novell Stock Sales (November 1, 1996 – April 22, 1997, inclusive):

SALES

	Trade Date M M	D D	Y Y Y Y	Number of Shares Sold	Total Sales Price To Nearest Whole Dollar	Proof of Sale Enclosed?
1.		/	/		$	○ Y ○ N
2.		/	/		$	○ Y ○ N
3.		/	/		$	○ Y ○ N
4.		/	/		$	○ Y ○ N
5.		/	/		$	○ Y ○ N
6.		/	/		$	○ Y ○ N

D) Number of shares of Novell stock held at close of trading on April 22, 1997:

Proof of Holding Enclosed?
○ Y
○ N

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.

YOU MUST READ AND SIGN THE RELEASE ON PAGE 6. FAILURE TO SIGN THE RELEASE MAY RESULT IN A DELAY IN PROCESSING OR REJECTION OF YOUR CLAIM.

V. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I submit this Proof of Claim and Release under the terms of the Stipulation of Settlement described in the Notice. I also submit to the jurisdiction of the United States District Court for the District of Utah, Central Division, with respect to my claim as a Settlement Class Member and for purposes of enforcing the release set forth herein. I further acknowledge that I am bound by and subject to the terms of any judgment that may be entered in the Litigation. I agree to furnish additional information to Plaintiffs' Settlement Counsel to support this claim if required to do so. I have not submitted any other claim covering the same purchases of Novell stock during the Settlement Class Period and know of no other person having done so on my behalf.

VI. RELEASE

1. I hereby acknowledge full and complete satisfaction of, and do hereby fully, finally and forever settle, release and discharge from the Released Claims each and all of the Defendants and each and all of their "Related Parties," defined as each of a Defendant's past or present directors, officers, employees, partners, insurers, co-insurers, reinsurers, outside auditors and accountants, controlling shareholders, attorneys, personal or legal representatives, predecessors, successors, parents, subsidiaries, divisions, joint ventures, assigns, spouses, heirs, related or affiliated entities, any entity in which a Defendant has a controlling interest, any members of an Individual Defendant's immediate family, or any trust of which any Individual Defendant is the settlor or which is for the benefit of an Individual Defendant's family.

2. "Released Claims" shall collectively mean all claims (including "Unknown Claims" as defined below), demands, rights, liabilities and causes of action of every nature and description whatsoever, known or unknown, whether or not concealed or hidden, asserted or that might have been asserted, including, without limitation, claims for negligence, gross negligence, breach of duty of care and/or breach of duty of loyalty, fraud, breach of fiduciary duty, or violations of any state or federal statutes, rules or regulations, by any Lead Plaintiff or Settlement Class Member against the Released Persons arising out of, based upon or related to both the purchase of Novell stock by any Lead Plaintiff or any Settlement Class Member during the Settlement Class Period and the allegations, facts, transactions, events, occurrences, acts, disclosures, representations, statements, omissions, or failures to act which were or could have been alleged in the Litigation. Released Claims also includes any and all claims arising out of, relating to, or in connection with the settlement or resolution of the Litigation between the Settling Parties.

3. "Unknown Claims" means any Released Claims which any Lead Plaintiff or Settlement Class Member does not know or suspect to exist in his, her or its favor at the time of the release of the Released Persons which, if known by him, her or it, might have affected his, her or its settlement with and release of the Released Persons, or might have affected his, her or its decision not to object to this settlement. With respect to any and all Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, the Lead Plaintiffs shall expressly and each of the Settlement Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived the provisions, rights and benefits of California Civil Code §1542, which provides:

> **A general release does not extend to claims which the creditor does not know or suspect to exist in his favor at the time of executing the release, which if known by him must have materially affected his settlement with the debtor.**

The Lead Plaintiffs shall expressly and each of the Settlement Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived any and all provisions, rights and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable or equivalent to California Civil Code §1542. The Lead Plaintiffs and Settlement Class Members may hereafter discover facts in addition to or different from those which he, she or it now knows or believes to be true with respect to the subject matter of the Released Claims, but each Lead Plaintiff shall expressly and each Settlement Class Member, upon the Effective Date, shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever settled and released any and all Released Claims against the Released Persons, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. The Lead Plaintiffs acknowledge, and the Settlement Class Members shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and a key element of the settlement of which this release is a part.

4. This release shall be of no force or effect unless and until the Court approves the Stipulation of Settlement and the Stipulation becomes effective on the Effective Date (as defined in the Stipulation).

5. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.

6. I (We) hereby warrant and represent that I (we) have included information about all of my (our) transactions in Novell stock which occurred during the Settlement Class Period as well as the number of Novell stock shares held by me (us) at the opening of trading on November 1, 1996, and at the close of trading on April 22, 1997.

SUBSTITUTE FORM W-9
PART I Request for Taxpayer Identification Number ("TIN") and Certification

First Name   I.   Last Name

[ ][ ][ ][ ][ ][ ][ ][ ][ ][ ][ ][ ][ ][ ]   [ ][ ][ ][ ][ ][ ][ ][ ][ ][ ][ ][ ][ ]

Check appropriate box:

◯ Individual/Sole Proprietor ◯ Corporation ◯ Partnership ◯ Trust ◯ IRA ◯ Pension Plan ◯ Other _____

Enter TIN on the appropriate line.
- For individuals, this is your Social Security Number ("SSN").
- However, for a resident alien, sole proprietor, or disregarded entity, see Part I of the enclosed W-9 instructions.
- For sole proprietors, you must show your individual name, but you may also enter your business or "doing business as" name. You may enter either your SSN or your Employer Identification Number ("EIN").
- For other entities, it is your EIN.

Social Security Number   Employer Identification Number

[ ][ ][ ] - [ ][ ] - [ ][ ][ ][ ]   or   [ ][ ] - [ ][ ][ ][ ][ ][ ][ ]

PART II For Payees Exempt from Backup Withholding

If you are exempt from backup withholding, enter your correct TIN in Part I and write "exempt" on the following line: _____

PART III Certification

UNDER THE PENALTY OF PERJURY, I (WE) CERTIFY THAT:

1. The number shown on this form is my correct TIN; and

2. I (we) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(C) of the Internal Revenue Code because: (a) I am (we are) exempt from backup withholding; or (b) I (we) have not been notified by the Internal Revenue Service that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends; or (c) the Internal Revenue Service has notified me (us) that I am (we are) no longer subject to backup withholding.

3. I am a U.S. person (including a U.S. resident alien).

NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, you must cross out Item 2 above.

SEE ENCLOSED FORM W-9 INSTRUCTIONS

The Internal Revenue Service does not require your consent to any provision of this document other than the certification required to avoid backup withholding.

I declare under penalty of perjury under the laws of the United States of America that the foregoing information supplied by the undersigned is true and correct.

Executed this_____day of _____ in_____.
                         (Month/Year)   (City/State/Country)

_____
(Sign your name here)

_____
(Type or print your name here)

_____
(Capacity of person(s) signing, *e.g.*, Beneficial Purchaser, Executor or Administrator)

Proof of Authority to File Enclosed?   ◯ Y   ◯ N
(*See Section III.3.*)

ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME. THANK YOU FOR YOUR PATIENCE.

Reminder Checklist:

1. Please sign the above release and declaration.
2. Remember to attach supporting documentation, if available.
3. Do not send original stock certificates.
4. Keep a copy of your claim form for your records.
5. If you desire an acknowledgment of receipt of your claim form, please send it Certified Mail, Return Receipt Requested.
6. If you move, please send us your new address.