

**EXHIBIT B**

**Ballots**

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
The SCO GROUP, INC., et al.,<sup>1</sup> ) Case No. 07-11337 (KG)  
) (Jointly Administered)  
Debtors. )

**BALLOT TO ACCEPT OR REJECT THE  
DEBTORS' AMENDED JOINT PLAN OF REORGANIZATION<sup>2</sup>**

**CLASS 5: EQUITY INTERESTS IN THE SCO GROUP, INC.**

**THIS BALLOT IS TO BE USED BY OR ON BEHALF OF HOLDERS OF CLASS 5 EQUITY INTERESTS IN THE SCO GROUP, INC. (THE "DEBTOR"). PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT IN THE ENCLOSED ENVELOPE PROMPTLY. IF THE SOLICITATION AGENT HAS NOT RECEIVED THIS BALLOT BY 4:00 P.M., PREVAILING EASTERN TIME, ON \_\_\_\_\_, 2009 (THE "VOTING DEADLINE"), UNLESS EXTENDED AT THE SOLE DISCRETION OF THE DEBTOR, IT WILL NOT BE COUNTED. FACSIMILE AND E-MAIL BALLOTS WILL NOT BE ACCEPTED.**

This ballot (the "Ballot") is submitted to you to solicit your vote to accept or reject the *Debtors' Amended Joint Plan of Reorganization*, dated January 8, 2009 (including all exhibits thereto and as amended, modified or supplemented from time to time, the "Plan") submitted by the Debtors and described in the related disclosure statement approved by order of the United States Bankruptcy Court for the District of Delaware (the "Disclosure Statement"). The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan.

The Plan can be confirmed by the Bankruptcy Court and thereby made binding on you if it is accepted by the holders of at least two-thirds in amount of those who vote on the Plan and if the Plan otherwise satisfies the applicable requirements of section 1129(a) under title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the "Bankruptcy Code"). If the requisite acceptances are not obtained, the Bankruptcy Court nonetheless may confirm the Plan if it finds that the Plan (a) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Plan and (b) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code.

---

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

<sup>2</sup> Terms not otherwise defined herein shall have the meaning ascribed to such terms in the Plan or in the Motion.

IF YOU HAVE RECEIVED A DAMAGED BALLOT OR HAVE LOST YOUR BALLOT, OR IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE VISIT THE SOLICITATION AGENT'S WEBSITE AT [HTTP://CHAPTER11.EPIQSYSTEMS.COM/SCO](http://CHAPTER11.EPIQSYSTEMS.COM/SCO)

**PLEASE READ THE ATTACHED VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.**

PLEASE COMPLETE ITEM 1. IF NEITHER THE "ACCEPT" NOR "REJECT" BOX IS CHECKED IN ITEM 1, THIS BALLOT WILL NOT BE COUNTED AS HAVING BEEN CAST. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

**Item 1. Class Vote.** The undersigned, the holder of Class 5 Equity Interest(s) against The SCO Group, Inc. in the amount set forth below, votes to (check one box):

Accept the Plan                       Reject the Plan.

Name: \_\_\_\_\_ Amount of Stock: \_\_\_\_\_

**Item 2. Acknowledgments.** By signing this Ballot, the undersigned acknowledges receipt of the Disclosure Statement and the other applicable solicitation materials and certifies that the undersigned is the claimant or has the power and authority to vote to accept or reject the Plan on behalf of the claimant. The undersigned understands that, if this Ballot is validly executed but does not indicate either acceptance or rejection of the Plan, this Ballot will not be counted.

Name	Social Security or Federal Tax I.D. No. (optional)
Signature	Name of Institution
If by Authorized Agent, Name and Title	Street Address
Date Completed	City, State, Zip Code
	Telephone Number

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
The SCO GROUP, INC., et al.,<sup>1</sup> ) Case No. 07-11337 (KG)  
) (Jointly Administered)  
Debtors. )

**BALLOT TO ACCEPT OR REJECT THE  
DEBTORS' AMENDED JOINT PLAN OF REORGANIZATION<sup>2</sup>**

**CLASS 3: CREDITORS HOLDING UNSECURED, NON-PRIORITY CLAIMS AGAINST  
SCO GROUP, INC. OTHER THAN CLAIMS SUBJECT OF PENDING  
LITIGATION**

**THIS BALLOT IS TO BE USED BY OR ON BEHALF OF HOLDERS OF CLASS 3  
CLAIMS AGAINST THE SCO GROUP, INC. (THE "DEBTOR") OTHER THAN  
CLAIMS SUBJECT OF THE PENDING LITIGATION. PLEASE READ AND FOLLOW  
THE ATTACHED INSTRUCTIONS CAREFULLY. PLEASE COMPLETE, SIGN AND  
DATE THIS BALLOT AND RETURN IT IN THE ENCLOSED ENVELOPE PROMPTLY.  
IF THE SOLICITATION AGENT HAS NOT RECEIVED THIS BALLOT BY 4:00 P.M.,  
PREVAILING EASTERN TIME, ON \_\_\_\_\_, 2009 (THE "VOTING DEADLINE"),  
UNLESS EXTENDED AT THE SOLE DISCRETION OF THE DEBTOR, IT WILL NOT  
BE COUNTED. FACSIMILE AND E-MAIL BALLOTS WILL NOT BE ACCEPTED.**

This ballot (the "Ballot") is submitted to you to solicit your vote to accept or reject the *Debtors' Amended Joint Plan of Reorganization*, dated January 8, 2009 (including all exhibits thereto and as amended, modified or supplemented from time to time, the "Plan") submitted by the Debtors and described in the related disclosure statement approved by order of the United States Bankruptcy Court for the District of Delaware (the "Disclosure Statement"). The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan.

The Plan can be confirmed by the Bankruptcy Court and thereby made binding on you if it is accepted by the holders of at least two-thirds in amount of those who vote on the Plan and if the Plan otherwise satisfies the applicable requirements of section 1129(a) under title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the "Bankruptcy Code"). If the requisite acceptances are not obtained, the Bankruptcy Court nonetheless may confirm the Plan if it finds that the Plan (a) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Plan and (b) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code.

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

<sup>2</sup> Terms not otherwise defined herein shall have the meaning ascribed to such terms in the Plan or in the Motion.

**IF YOU HAVE RECEIVED A DAMAGED BALLOT OR HAVE LOST YOUR BALLOT, OR IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE VISIT THE SOLICITATION AGENT'S WEBSITE AT [HTTP://CHAPTER11.EPIQSYSTEMS.COM/SCO](http://CHAPTER11.EPIQSYSTEMS.COM/SCO)**

**PLEASE READ THE ATTACHED VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.**

PLEASE COMPLETE ITEM 1. IF NEITHER THE "ACCEPT" NOR "REJECT" BOX IS CHECKED IN ITEM 1, THIS BALLOT WILL NOT BE COUNTED AS HAVING BEEN CAST. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

**Item 1. Class Vote.** The undersigned, the holder of a Class 3 Claim against The SCO Group, Inc. in the amount set forth below, votes to (check one box):

Accept the Plan                       Reject the Plan.

Name: \_\_\_\_\_ Amount of Claim:\$ \_\_\_\_\_

**Item 2. Acknowledgments.** By signing this Ballot, the undersigned acknowledges receipt of the Disclosure Statement and the other applicable solicitation materials and certifies that the undersigned is the claimant or has the power and authority to vote to accept or reject the Plan on behalf of the claimant. The undersigned understands that, if this Ballot is validly executed but does not indicate either acceptance or rejection of the Plan, this Ballot will not be counted.

Name	Social Security or Federal Tax I.D. No. (optional)
Signature	Name of Institution
If by Authorized Agent, Name and Title	Street Address
	City, State, Zip Code
Date Completed	Telephone Number

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
 )  
The SCO GROUP, INC., et al.,<sup>1</sup> ) Case No. 07-11337 (KG)  
 ) (Jointly Administered)  
Debtors. )

**BALLOT TO ACCEPT OR REJECT THE  
DEBTORS' AMENDED JOINT PLAN OF REORGANIZATION<sup>2</sup>**

**CLASS 3A: CREDITORS HOLDING UNSECURED, NON-PRIORITY CLAIMS AGAINST  
SCO OPERATIONS, INC.**

**THIS BALLOT IS TO BE USED BY OR ON BEHALF OF HOLDERS OF CLASS 3A  
CLAIMS AGAINST THE SCO OPERATIONS, INC. (THE "DEBTOR"). PLEASE READ  
AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. PLEASE  
COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT IN THE ENCLOSED  
ENVELOPE PROMPTLY. IF THE SOLICITATION AGENT HAS NOT RECEIVED  
THIS BALLOT BY 4:00 P.M., PREVAILING EASTERN TIME, ON \_\_\_\_\_, 2009 (THE  
"VOTING DEADLINE"), UNLESS EXTENDED AT THE SOLE DISCRETION OF THE  
DEBTOR, IT WILL NOT BE COUNTED. FACSIMILE AND E-MAIL BALLOTS WILL  
NOT BE ACCEPTED.**

This ballot (the "Ballot") is submitted to you to solicit your vote to accept or reject the *Debtors' Amended Joint Plan of Reorganization*, dated January 8, 2009 (including all exhibits thereto and as amended, modified or supplemented from time to time, the "Plan") submitted by the Debtors and described in the related disclosure statement approved by order of the United States Bankruptcy Court for the District of Delaware (the "Disclosure Statement"). The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan.

The Plan can be confirmed by the Bankruptcy Court and thereby made binding on you if it is accepted by the holders of at least two-thirds in amount of those who vote on the Plan and if the Plan otherwise satisfies the applicable requirements of section 1129(a) under title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the "Bankruptcy Code"). If the requisite acceptances are not obtained, the Bankruptcy Court nonetheless may confirm the Plan if it finds that the Plan (a) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Plan and (b) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code.

---

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

<sup>2</sup> Terms not otherwise defined herein shall have the meaning ascribed to such terms in the Plan or in the Motion.

**IF YOU HAVE RECEIVED A DAMAGED BALLOT OR HAVE LOST YOUR BALLOT, OR IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE VISIT THE SOLICITATION AGENT'S WEBSITE AT [HTTP://CHAPTER11.EPIQSYSTEMS.COM/SCO](http://CHAPTER11.EPIQSYSTEMS.COM/SCO)**

**PLEASE READ THE ATTACHED VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.**

PLEASE COMPLETE ITEM 1. IF NEITHER THE "ACCEPT" NOR "REJECT" BOX IS CHECKED IN ITEM 1, THIS BALLOT WILL NOT BE COUNTED AS HAVING BEEN CAST. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

**Item 1. Class Vote.** The undersigned, the holder of a Class 3A Claim against SCO Operations, Inc. in the amount set forth below, votes to (check one box):

Accept the Plan                       Reject the Plan.

Name: \_\_\_\_\_ Amount of Claim:\$ \_\_\_\_\_

**Item 2. Acknowledgments.** By signing this Ballot, the undersigned acknowledges receipt of the Disclosure Statement and the other applicable solicitation materials and certifies that the undersigned is the claimant or has the power and authority to vote to accept or reject the Plan on behalf of the claimant. The undersigned understands that, if this Ballot is validly executed but does not indicate either acceptance or rejection of the Plan, this Ballot will not be counted.

Name	Social Security or Federal Tax I.D. No. (optional)
Signature	Name of Institution
If by Authorized Agent, Name and Title	Street Address
	City, State, Zip Code
Date Completed	Telephone Number

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
The SCO GROUP, INC., <u>et al.</u> , <sup>1</sup>	)	Case No. 07-11337 (KG)
	)	(Jointly Administered)
Debtors.	)	

**BALLOT TO ACCEPT OR REJECT THE  
DEBTORS' AMENDED JOINT PLAN OF REORGANIZATION<sup>2</sup>**

**CLASS 4: CREDITORS HOLDING UNSECURED, NON-PRIORITY CLAIMS AGAINST  
SCO GROUP, INC. SUBJECT OF PENDING LITIGATION**

**THIS BALLOT IS TO BE USED BY OR ON BEHALF OF HOLDERS OF CLASS 3 CLAIMS AGAINST THE SCO GROUP, INC. (THE "DEBTOR") SUBJECT OF THE PENDING LITIGATION. PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT IN THE ENCLOSED ENVELOPE PROMPTLY. IF THE SOLICITATION AGENT HAS NOT RECEIVED THIS BALLOT BY 4:00 P.M., PREVAILING EASTERN TIME, ON \_\_\_\_\_, 2009 (THE "VOTING DEADLINE"), UNLESS EXTENDED AT THE SOLE DISCRETION OF THE DEBTOR, IT WILL NOT BE COUNTED. FACSIMILE AND E-MAIL BALLOTS WILL NOT BE ACCEPTED.**

This ballot (the "Ballot") is submitted to you to solicit your vote to accept or reject the *Debtors' Amended Joint Plan of Reorganization*, dated January 8, 2009 (including all exhibits thereto and as amended, modified or supplemented from time to time, the "Plan") submitted by the Debtors and described in the related disclosure statement approved by order of the United States Bankruptcy Court for the District of Delaware (the "Disclosure Statement"). The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan.

The Plan can be confirmed by the Bankruptcy Court and thereby made binding on you if it is accepted by the holders of at least two-thirds in amount of those who vote on the Plan and if the Plan otherwise satisfies the applicable requirements of section 1129(a) under title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the "Bankruptcy Code"). If the requisite acceptances are not obtained, the Bankruptcy Court nonetheless may confirm the Plan if it finds that the Plan (a) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Plan and (b) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code.

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

<sup>2</sup> Terms not otherwise defined herein shall have the meaning ascribed to such terms in the Plan or in the Motion.

IF YOU HAVE RECEIVED A DAMAGED BALLOT OR HAVE LOST YOUR BALLOT, OR IF YOU HAVE ANY QUESTIONS CONCERNING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE VISIT THE SOLICITATION AGENT'S WEBSITE AT [HTTP://CHAPTER11.EPIQSYSTEMS.COM/SCO](http://CHAPTER11.EPIQSYSTEMS.COM/SCO)

**PLEASE READ THE ATTACHED VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.**

PLEASE COMPLETE ITEM 1. IF NEITHER THE "ACCEPT" NOR "REJECT" BOX IS CHECKED IN ITEM 1, THIS BALLOT WILL NOT BE COUNTED AS HAVING BEEN CAST. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

**Item 1. Class Vote.** The undersigned, the holder of a Class 4 Claim against The SCO Group, Inc. in the amount set forth below, votes to (check one box):

- Accept the Plan                       Reject the Plan.

Name: \_\_\_\_\_ Amount of Claim:\$ \_\_\_\_\_

**Item 2. Acknowledgments.** By signing this Ballot, the undersigned acknowledges receipt of the Disclosure Statement and the other applicable solicitation materials and certifies that the undersigned is the claimant or has the power and authority to vote to accept or reject the Plan on behalf of the claimant. The undersigned understands that, if this Ballot is validly executed but does not indicate either acceptance or rejection of the Plan, this Ballot will not be counted.

_____	_____
Name	Social Security or Federal Tax I.D. No. (optional)
_____	_____
Signature	Name of Institution
_____	_____
If by Authorized Agent, Name and Title	Street Address
_____	_____
	City, State, Zip Code
_____	_____
Date Completed	Telephone Number

(TO ACCOMPANY EACH BALLOT)

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. In the boxes provided in Item 1 of the Ballot, please indicate acceptance or rejection of the Plan. Complete the Ballot by providing all the information requested and sign, date and return the Ballot by mail, overnight courier or personal delivery to the Solicitation Agent at the following address:

The SCO Group, Inc. Ballot Processing  
c/o Epiq Bankruptcy Solutions, LLC  
FDR Station, P. O. Box 5012  
New York, NY 10150-5012

**Ballots must be received by the Solicitation Agent by 4:00 p.m., Prevailing Eastern Time, on \_\_\_\_\_, 2009 (the "Voting Deadline").** If a Ballot is received after the Voting Deadline, it will not be counted. An envelope addressed to the Solicitation Agent is enclosed for your convenience. ***Ballots submitted by facsimile or e-mail will not be accepted.***

2. Please sign and date your ballot as required in Item 2. Your signature is required before your ballot may be counted
3. Your Interest(s) has been **temporarily allowed solely for purposes of voting** to accept or reject the Plan in accordance with certain tabulation rules approved by the Bankruptcy Court (the "Tabulation Rules"). The Tabulation Rules are set forth in the **Notice of (a) Deadline for Casting Votes to Accept or Reject Proposed Plan of Reorganization, (b) Hearing to Consider Confirmation of Proposed Plan of Reorganization and (c) Related Matters**, which is enclosed with the solicitation materials you received along with this Ballot. The temporary allowance of your Interest for voting purposes does not constitute an allowance of your Interest for purposes of distribution under the Plan and is without prejudice to the rights of the Debtors, or any other party in interest, in any other context (*e.g.*, the right to contest the amount or validity of any Interest for purposes of allowance under the Plan). If you wish to challenge the temporary allowance of your Interest for voting purposes, you must file a motion, pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure, for an order temporarily allowing your Interest in a different amount or classification for purposes of voting to accept or reject the Plan and serve such motion on the Debtors so that it is received no later than 4:00 p.m. (Prevailing Eastern Time) on \_\_\_\_\_, 2009. Unless the Bankruptcy Court orders otherwise, your Interest will not be counted as a vote in excess of the amount as determined in accordance with the Tabulation Rules, regardless of the amount identified in Item 1 of the Ballot. If a lesser amount is identified in Item 1 of the Ballot, your Interest will be counted as a vote in such lesser amount.
4. The Ballot does not constitute and will not be deemed a proof of equity interest or an assertion of an equity interest.
5. If you cast more than one Ballot voting the same Interest prior to the Voting Deadline, the last Ballot received by the Solicitation Agent before the Voting Deadline will supersede any prior Ballots. If you return more than one Ballot and the Ballots are not voted in the same manner, those Ballots will not be counted. An otherwise properly executed Ballot that attempts to partially accept or partially reject the Plan likewise will not be counted.
6. NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE BANKRUPTCY COURT.
7. PLEASE RETURN YOUR BALLOT PROMPTLY. THE SOLICITATION AGENT WILL *NOT* ACCEPT BALLOTS BY FACSIMILE OR E-MAIL.