

# **EXHIBIT A**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

The SCO GROUP, INC., et al.,

Debtors.

Chapter 11

Case No. 07-11337 (KG)  
(Jointly Administered)

Re: D.I. \_\_\_\_\_

**ORDER CONVERTING THE DEBTORS' CHAPTER 11 BANKRUPTCY CASES  
TO CASES UNDER CHAPTER 7 OF THE BANKRUPTCY CODE**

Upon consideration of the Motion of International Business Machines Corporation for an Order Converting the Debtors' Chapter 11 Bankruptcy Cases to Cases Under Chapter 7 of the Bankruptcy Code (the "Motion"); and finding that due and sufficient notice of the Motion has been given under the circumstances; and it appearing that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and this is a core proceeding under 28 U.S.C. §157(b)(2); and it appearing that cause exists to convert the above-caption chapter 11 to chapter 7 cases pursuant to section 1112 of the Bankruptcy Code; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Motion is GRANTED.
2. The above-captioned chapter 11 cases are hereby converted, pursuant to section 1112(b) of the Bankruptcy Code, to cases under chapter 7 of the Bankruptcy Code, effective as of the date of entry of this Order by Court (the "Conversion Date").
3. The Debtors shall:
  - (a) Forthwith turn over to the interim chapter 7 trustee, once one is appointed, all records and property of the estate under its custody

and control as required by Rule 1019(4) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”);

- (b) Within 15 days of the date of this order file a schedule of unpaid claims incurred after commencement of the superseded cases including the name and address of each holder of such a claim, as required by Bankruptcy Rule 1019(5);
- (c) Within 15 days of the date of this order, file the statements and schedules required by Bankruptcy Rules 1019(1)(A) and 1007(b), if such documents have not already been filed; and
- (d) Within 30 days from the date of this order, file and transmit to the United States Trustee a final report and account as required by Bankruptcy Rule 1019(5)(A).

4. All professionals employed by Debtors in these chapter 11 cases shall file, within 30 days of the date of entry of this Order, a final fee application for approval of all fees and expenses incurred through the Conversion Date; but nothing in this paragraph 4 shall authorize the payment of allowed final fee awards.

5. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: \_\_\_\_\_, 2009  
Wilmington, Delaware

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The Honorable Kevin Gross  
United States Bankruptcy Judge