

EXHIBIT 14

RECEIVED

ORIGINAL

MAY 20 2005

OFFICE OF
JUDGE TENA CAMPBELL
FILED IN UNITED STATES DISTRICT
COURT, DISTRICT OF UTAH

RECEIVED CLERK

MAY 19 2005

MAY 26 2005

MARKUS B. ZIMMER, CLERK
BY _____
DEPUTY CLERK

U.S. DISTRICT COURT

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

In re NOVELL, INC. SECURITIES
LITIGATION

) Case No. 2:99-CV-995 TC

) CLASS ACTION

This Document Relates To:

) Judge Tena Campbell
) Magistrate Judge David Nuffer

ALL ACTIONS.

) ~~PROPOSED~~ ORDER AWARDING
) PLAINTIFFS' COUNSEL'S ATTORNEYS'
) FEES AND REIMBURSEMENT OF
) EXPENSES

DATE: May 26, 2005

TIME: 3:00 p.m.

CRTRM: The Honorable Tena Campbell

This matter having come before the Court on May 26, 2005, on the application of plaintiffs' counsel for an award of attorneys' fees and reimbursement of expenses incurred in the Litigation, the Court, having considered all papers filed and proceedings conducted herein, having found the settlement of this Litigation to be fair, reasonable and adequate and otherwise being fully informed in the premises and good cause appearing therefor;

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:

1. All of the capitalized terms used herein shall have the same meanings as set forth in the Stipulation of Settlement dated as of September 30, 2004 (the "Stipulation").
2. This Court has jurisdiction over the subject matter of this application and all matters relating thereto, including all Members of the Settlement Class who have not timely and validly requested exclusion.
3. The Court hereby awards plaintiffs' counsel's attorneys' fees of thirty percent of the Settlement Fund and expenses in an aggregate amount of \$879,711.74 together with the interest earned thereon for the same time period and at the same rate as that earned on the Settlement Fund until paid. The Court finds that the amount of fees awarded is fair and reasonable under the "percentage-of-recovery" method.
4. The awarded attorneys' fees and expenses, and interest earned thereon, shall be paid to Plaintiffs' Settlement Counsel from the Settlement Fund immediately after the date this Order is executed subject to the terms, conditions and obligations of the Stipulation and in particular ¶6.2 thereof, which terms, conditions and obligations are incorporated herein.

5. Lead Plaintiffs Gary M. Goodman and Michael C. Dodge, are hereby awarded \$1,311 and \$23,700 respectively, as reimbursement for costs and expenses related to their representation of the Settlement Class. *See* 15 U.S.C. §78u-4(a)(4).

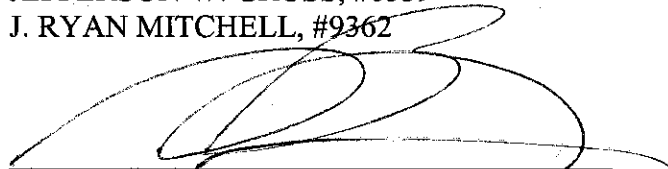
IT IS SO ORDERED.

DATED: 5-26-2005


THE HONORABLE TENA CAMPBELL
UNITED STATES DISTRICT JUDGE

Submitted by:

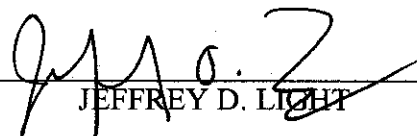
BURBIDGE & MITCHELL
RICHARD D. BURBIDGE, #0492
STEPHEN B. MITCHELL, #2278
JEFFERSON W. GROSS, #8339
J. RYAN MITCHELL, #9362


RICHARD D. BURBIDGE

215 South State Street, Suite 920
Salt Lake City, UT 84111
Telephone: 801/355-6677

Local Counsel

LERACH COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
WILLIAM S. LERACH
HENRY ROSEN
JEFFREY D. LIGHT
BRIAN O. O'MARA


JEFFREY D. LIGHT

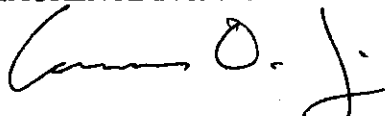
401 B Street, Suite 1600
San Diego, CA 92101
Telephone: 619/231-1058

LERACH COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
PATRICK J. COUGHLIN
100 Pine Street, Suite 2600
San Francisco, CA 94111
Telephone: 415/288-4545

LERACH COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
JONATHAN E. BEHAR
9601 Wilshire Blvd., Suite 510
Los Angeles, CA 90210
Telephone: 310/859-3100

KAPLAN FOX & KILSHEIMER LLP
ROBERT N. KAPLAN
FREDERIC S. FOX
805 Third Avenue, 22nd Floor
New York, NY 10022
Telephone: 212/687-1980

KAPLAN FOX & KILSHEIMER LLP
LAURENCE D. KING



LAURENCE D. KING

555 Montgomery Street, Suite 1501
San Francisco, CA 94111
Telephone: 415/772-4700

KAPLAN FOX & KILSHEIMER LLP
LORI S. BRODY
11601 Wilshire Blvd., Suite 300
Los Angeles, CA 90025
Telephone: 310/439-6006

Co-Lead Counsel for Plaintiffs

S:\Settlement\Novell3.set\ORD FEE 00021222.doc

DECLARATION OF SERVICE BY OVERNIGHT DELIVERY

I, the undersigned, declare:

1. That declarant is and was, at all times herein mentioned, a citizen of the United States and a resident of the County of San Diego, over the age of 18 years, and not a party to or interested party in the within action; that declarant's business address is 401 B Street, Suite 1600, San Diego, California 92101.

2. That on May 18, 2005, declarant served by UPS, next day delivery, the [PROPOSED] ORDER AWARDING PLAINTIFFS' COUNSEL'S ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES to the parties listed on the attached Service List.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 18th day of May, 2005, at San Diego, California.


ADRIANA DEL CARMEN

* **NOVELL III (SETTLEMENT)**

Service List - 5/16/2005 (98-050S)

Page 1 of 2

Counsel For Defendant(s)

Jeffrey J. Hunt
Parr Waddoups Brown Gee & Loveless, A P.C.
185 South State Street, Suite 1300
Salt Lake City, UT 84111-1537
801/532-7840
801/532-7750(Fax)

Terry T. Johnson
Daniel W. Turbow
Kent W. Easter
Wilson Sonsini Goodrich & Rosati, P.C.
650 Page Mill Road
Palo Alto, CA 94304-1050
650/493-9300
650/493-6811(Fax)

Counsel For Plaintiff(s)

Richard D. Burbidge
Burbidge & Mitchell
215 South State Street, Suite 920
Salt Lake City, UT 84111
801/355-6677
801/355-2341(Fax)

Lori S. Brody
Kaplan, Fox & Kilsheimer LLP
11601 Wilshire Boulevard, Suite 300.
Los Angeles, CA 90025
310/439-6006
310/439-6004(Fax)

Laurence D. King
Kaplan, Fox & Kilsheimer LLP
555 Montgomery Street, Suite 1501
San Francisco, CA 94111
415/772-4700
415/772-4707(Fax)

Frederic S. Fox
Kaplan, Fox & Kilsheimer LLP
805 Third Avenue, 22nd Floor
New York, NY 10022
212/687-1980
212/687-7714(Fax)

William S. Lerach
Henry Rosen
Brian O. O'Mara
Lerach Coughlin Stoia Geller Rudman &
Robbins LLP
401 B Street, Suite 1600
San Diego, CA 92101-4297
619/231-1058
619/231-7423(Fax)

Jonathan E. Behar
Lerach Coughlin Stoia Geller Rudman &
Robbins LLP
9601 Wilshire Blvd., Suite 510
Los Angeles, CA 90210
310/859-3100
310/278-2148(Fax)

NOVELL III (SETTLEMENT)

Service List - 5/16/2005 (98-050S)

Page 2 of 2

Patrick J. Coughlin

Lerach Coughlin Stoia Geller Rudman &
Robbins LLP

100 Pine Street, Suite 2600

San Francisco, CA 94111-5238

415/288-4545

415/288-4534(Fax)