PLAINTIFF'S **EXHIBIT** 656 Comes v. Microsoft

Tel 206 956 8060

To: Mike Hallman Bill Gates

Cer

Steve Ballmer **Frank Gendette** TSMSD Staff

Mike Maples Rick Devenuti RGM's

Prom:

Scott Click

Date: April 2, 1991

Subject: [192 Settlegic Unitedivis]

DRAFT

Please review this document and provide feedback to me so later then April 9th. The following draft document is offered as the synthesis of discussion that contered in the work group sessions at the SMSD FY92 Pleasing Off-site in Phoenix. In contrast to previous years, this year's messo employs a bottoms up approach to setting this divisions' strategic direction. and priorities. The Planning Off-site had the benefit of attendance from the Product Divisions, as presenters and participants, in the work group sessions. Parasent to the incorporation of your input, this document will be distributed to key managers in SMSD and will provide a foundation for the PY92 business planning.

FYSS was the year to implement and refine, at a trotical and operational level, the enormous stiletogic changes that were effected in FY87. Many new ideas were introduced and the beginning of a programmatic marketing framework was developed.

FY89 was the year of behanced, florased execution of stable programs. Relationships with key customers (reseller and corporate accounts) matured. People affectiveness improved with the application of training in critical skills areas. Marketing programs benefitted from repetitive execution. Our PR efforts gained wide visibility. Trade shows were managed professionally. Advertising creative was excellent. But, the division fell short of attaining our revenue and profit goals.

FY96 was the year of profitable attainment of revenue. Virtually every business decision we made in the division had to pass the test of that decision's impact on the division's profitability.

The results were admirable. We exceeded the profit goals for the fiscal year by a wide margin. Being over plan on revenues certainly helps. However, we were also assideous in our focus on the expense side of the equation. Cost of Goods Sold was reduced dramatically. There is now

> MS. 0166706 CONFIDENTIAL

> > MS-PCA 1110609 CONFIDENTIAL

....

DEFENDANT'S **EXHIBIT** 5371

constant awareness of the need to maintain healthy gross margins. Sub-channel profitability smodels were developed that are used to price proposals for special opportunities, as well as to help mains investment decisions for the respective channels.

FY91 was the year of GUL. Not just any GUL. The real strategic opportunity is market presumption of the Windows pistform, in terms of both cranting sockets as well as taking possession of those sockets with our Windows applications. Create sockets we did...over two million in the U.S. alone. Yet, the real opportunity of filling those sockets with applications is still unfalfilled. And, the window of opportunity is closing.

SMSD FY92 Theme: Reach Out and Earn Share

FY92 is the year to "reach out and earn share". The urgancy of gaining significant market share in the Windows applications category cannot be underscored heavily enough. The window of opportunity to gain share relatively inexpensively is closing quickly. Once the competitive landscape is clustered with competitors (especially Lotte and WordPerfact) it will become very expensive indeed to wrest every even small amounts of market share.

Shifting market share done not come chosp....even with our competitors helping us. We will have to garge each and every share point...through the investment in R&D to create first and forement a great product; then, by applying integrated programs in the marketing, sales, service, and support areas.

In order to achieve a modicum of success in shifting share, we will have to invest in key areas of marketing, sales, mevice, and support. We will have to reach out, share ideas with the Microsoft subsidiaries, and lears from the many successes we have. We will have to reach out and improve the way we communicate with and touch customers (channel and end mers). We will have to reach out and increase the visibility for hiloronoft and our products through a comprehensive and integrated communication strategy. If possotial customers aren't sware of what we have to office, it is hard to conceive of them spending money on id

SMSD Mission Statement

To profitably and passionately secure lifetime customer partnerships, based on the employment of superior Microsoft products and services, that enable our customers to laverage the power of personal computing to their greatest advantage.

SMASTO FYF2 Standagle Objectives

MS 0166707 CONFIDENTIAL

SMSD Values

Accomplishment: The strong commitment to contisms to be the industry leader and cruste lesting contributions in superior fashion in everything we do. We are making a difference.

Integrity: The desire to be honous, sincere, and tradified with ourselves, each other, and our customers. We walk our talk.

Ambitious: The aspicing, purposeful, driven, and istense work ethic. We take pride in working very hard.

Imaginative: The creative, during, and individualized expressions of intelligence. We appreciate and suck out erest thinkers.

Helpful: The continual effort expended to make both customers and co-workers successful in working with us and our products. We care shout people and respect their needs.

SMSD FY92 Strategic Objectives

Increase applications market share. From a product mediat segment baris, increasing Windows applications (Excel and Word) mediat share will be the #1 focus for the division. This does not ment other product mediat segments, blue EBU or SPAG or Mac Line or Systems, will be left to their own devices. However, it does mean that the long term rewards associated with gaining significant share in the operathest and word processing categories is sufficient to justify the insteadists factor we will place on these categories in FY92.

With respect to product market arguments where we enjoy high share but the category growth is low (Man upps, Works), we will take a defunsive posture. These segments generally processe each in excess of the reinvestment required to maintain share.

With respect to product market segments that are new, like RBU (eatry Windows apps), we will invest the measurer resources to pre-scapt competition and establish high share early in the life of the estagery.

With respect to product market segments where we enjoy both high share and high growth (Mouse, Windows, DOS), we will estations to invest to in order to preserve or heighten its not cash searcester status. With few visite competitors to Windows or DOS, and the symbiotic relationship with the Mouse, we can "control" the growth of the category by the level of meading.

With respect to product market segments where we have low share but high potential growth for the campary (Win apps), we will invest significant resources for purchase of market share...share that hopefully will be transformed into large cash generation if reinvestment requirements diminish.

SMSD FYF2 Strangis Chipsdres

MS 0166708 CONFIDENTIAL Increme awareness and trial of Microsoft and its products. With absolutely no increme in Windows applications market share, we can still exceed the FY92 unit and revenue forecasts for Windows applications by simply doubling the number of Windows socious being used by customers. We will create a broadcaste effect to incremes the quality of the experience a customer has with the installation of Windows 3.0.

We cannot ignore the importance of continuing to broaden awareness for Windows specifically, and all Microsoft products generally. We have to prime the pump. We have to look to saw markings to convey the Microsoft message. We have to prime more complaint on marketing vehicles that have proven successful and contribute to the strategic objectives for FY92. We have to coalesce around marketing vehicles that provide a comparative difference to our competitors and provide Microsoft with a rallying point to integrate the marketing message and programs both internally and externally.

A key vehicle that we should expend greatly is FY92 is seminar selling. We have been very successful in facilitating trial of our products through seminar selling. In addition, we have proven that seminar selling is very leveraged in selling full retail product. We simply need to increase the sumpler of seminars that we hold by one order of senguitude! This will be a galvanizing program for the company. The nature of our advertising will shift from a product feature contrict one to a summage where we are driving swarmant of product(a) by convincing people to assend seminary. Direct mechating will play a huge role in driving standance and we stant become acquire a higher level of experies. We have proven to conserve time and again that the best lists to pull from our own. Therefore, we should conduct an aggressive registration drive (especially for Whadows, but also for Moses and DOS 3 RUP) to increase registration rates and thus increase the smaller of sames that we can target with direct gaill and talender.

Reflect for just a moment on summer selling. We have the expertise to mount a significant seminar selling program both from a consent and logistics point of view. Seminars will continue to span a wide spectrum (MCSS, MRSS, vertical, networking, developers, consultants, discovery fairs, EBU, man groups, etc). However, the primary meanings will be focused on Windows Computing. We should target 500,000 to 750,000 prospects through MCSS's and Discovery Days and an additional 100,000 prospects via MRSS's. If we can notive 50 % of the attendess to purchase an initial used copy and convert that send copy into 5 - applications subsequently sold, we can potentially generate mine of over one million units of full retail product. This will significantly attend the number of units for Windows applications in the FY92 Business Pien and significantly increase market there. There are obvious additional basefits in terms of the tag along effect: more Windows sold, more Mouse sold, more DOS RUP sold.

We restet also investigate other medicans that will complement what we are already doing in print. First, we seem this the mix of print to broader business publications away from trade publications. We should smintsin the level of advertising and editorial focus in the trade, but we need not add to it. Secondly, we seem me medicans that optimize the cost to significantly increase the effective reach and frequency of key messages. Broadcast advertising is a significant opportunity for its obvious guarantees and impact values, and because it offers as medic means to differentiate Microsoft. The use of broadcast can be argusted at the corporate decision makes with a Windows momentum statement that has a longer term value as we seek to begone a strategic vander to corporate cantomers. We could still maintain all of the messalundining value of broadcast to our field and resulter changed. Broadcast can provide air cover for virtually all other merinting programs that support Windows Computing.

SACSO FYFE Busingia Chijathru

MS 0166709 CONFIDENTIAL



Improve the level of customer antisfaction. Providing world close contomer service can and should be a competitive advantage. We need to firmly establish the importance of the lifetime value of a customer within Microsoft. Only then will we ingitimately be able to establish credence to "the customer is king" with our customers.

Although we think (and may even be) that we are a customer driven company, we are too often thought of outeraally as a technology company. Ninety percent of what we communicate is product contrib. Similar to the leadership that Rill provides from a product perspective and the vision incapstilated by the phrase "information At Your Pingertips", Miles Hallman should take the charge on the second crussele that is focussed on the customer. In addition, a inter-division task force will be formed that will be insided by Scott Chi.

The Decade of the Customer will start in FY92, starting with a baseline survey, identification of critical success factors, executive agreement on Microsoft requirements. World class customer service will not happen overnight. The process of incorporating customer service objectives at an integral part of every job within Microsoft will start with SMSD in FY92.

A critical area that has high visibility with contourners in PSS. We will must the technical support deceased with high quality service at a controlled cost. We must establish systems that reduce the attacker of support calls (eg. better feedback loop to R&D), improve the efficiency of call handling (eg. better use of technology), allow contourners to help themselver (better tools and easier scores to information), and evens out the immulaters of call demand (eg. distributing the call load).

Create a dynasty by investing in our people. The hyper growth that Microsoft has experienced places enounces presents on individual skills. The pace of change associated with technology only execurbate the need to re-invest in our people. We will appport individual growth through cross functional development and job enrichment. We will promote from within. We will create development plans for all mission extinsi positions. We will conscident all of the training currently in the division and integrate our training efforts to best address the needs of Sales, Marinting, PSS, ITIS, and international. We will develop a rigorous SMSD 'boot comp' that will provide a consistent indocurination program for all new employmen.

Focus on selling to corporate accounts. With the newly counted Corporate Account Macheting Group, we will develop progresse and policies that will help courte, next materials long term, metasily rewarding relationships with the most leveraged customers we have...corporate accounts. These relationships must embrace a new approach to entablish hikorosoft as a strategic parener. We must be involved in joint MIS planning. We must have flexible product/service offscings that can be customerial for our most important customers. We must become a line imm on the corporation's expense budgets!

We must market and sail what we have today to corporate accounts. This enterally includes Windows and the Windows applications. However, we will have to prepare ourselves to sell increasingly complex mission critical produces: Lee Man, OS | 2, SQL, Comm., Office Automation, Mell, etc.

SMSD FYTS Strongle Objective

MS 0166710 CONFIDENTIAL ITIS and MSU will play a very important role in establishing a strategic partnership with corporate accounts. MSU to provide inclinical training to internal corporate developers. ITIS to provide a variety of consulting services.

Gain scale economies by employing a global perspective. We will develop merinting and operational strategy and successfully implement programs and policies that help us gain economies of scale globally. We will work to ensure that we ment common corporate product priorities as well as regional revenue and profitability goals. Integration of mericoing, sales, operations, and support services is a key factor to gain investige... bi-directionally between SMASD and the subsidieries.

Significant resources are currently directed at accuring strategic relationships with the largest corporations in the world. We usest get bester at using Microsoft's unique strategies in terms of localized product, local support, and local macheting presence to loverage our ability to work with corporations on a world-wide basis. These global opportunities will only increase in significance and will require the coordination of HQ product, miss, and services resources with the individual subsidiaries where the business is actually conducted.

Apply our own technology to increase responsiveness, floribility, and effectivenessically to the loweraps gained by investing in po based technology that has resulted in the creation of MBS, WEBS, Infoham, etc., we used to continue to enhance existing symmets and invest in new systems that will land to long texts benefits and competitive advantage.

Maintain the level of profitability for the division. In a year where we will invest significantly to gain market share, it is marasonable to also establish a goal to increase profitability for SMSD's finished goods business. However, we will strive to achieve 20 % pre-text, pro-NBU burdened operating income. On the services side (ITIS and MSU), we will increase pre-text burdened profitability to 10 % and 15 % of net saveques respectively.

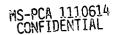
Working with the Product Divinions, we will force, aqueens, and cajoic Cost of Goods Sold to less than 30% of act revenues. The 30% is for higher than the year-to-date actual that we have been remaining at and requires classification. Starting with FY92, FSS costs will be incorporated into Cost of Goods Sold, thereby treating it as a specific product cost that tracks with revenues and also enhances visibility to the Product Divinions.

PSS costs will likely exceed 7 % of act revenues at end FY91 run run. Since we are still behind the demand ourse, it is anticipated that FSS costs as a percent of not revenues well increase further in FY92. Offsetting this increase in costs, there is a very real potential to operate traditional CoSS (product costs, royalties, M&D allocation) at 20 % for the year: our product mix should shift to higher are Windows applications, price will be increased for Mac Word, the M&D allocation should decrease further at International picks up more of the purchase price variance and we are better able to use 100 % of the capacity thereby reducing magnificrating variances.

Operating expenses will likely inscesse from FY91 levels with the investment spending that will coour behind the drive for increased Windows applications market share. SMSD's operating

SMSD PY72 Stangle Chipothes

MS 0166711 CONFIDENTIAL



expanses will be capped at 35 % of ast revenues. With year to year revenue growth in the 30 - 35 % range, we will hold bend count growth for the division to 20 % over FY91 go out. Virtually no additional head count will be rude in the astworking business for FY92. Significant growth is enticipated for FSS in an effort to ment demand for envices.

If allocated expenses track FY91 actuals (approx 14% of net revenues exclusive of PSS), we should be able to reach the 20% pre-tax operating income goal.

MS 0166712 CONFIDENTIAL

SMSD FYF2 Strangts Objectives