

From: John Jenkins
Sent: Wednesday, July 08, 1998 10:59 AM
To: Roger Cheung
Cc: Elvin Kam; Barry Spector; Bob Chapman
Subject: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):

As you know Barry is gone until August so I can't discuss it with him until then. I agree with your plan though, so go ahead. If you want to have a phone call on the 2nd issue, go ahead & schedule it with sarana.

-----Original Message-----

From: Roger Cheung
Sent: Wednesday, July 08, 1998 2:38 AM
To: John Jenkins
Cc: Elvin Kam; Barry Spector; Bob Chapman
Subject: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):

John,
 I spoke with Elvin and we are not so sure what went wrong. Barry was involved with the decisions and it is best to discuss with Barry regarding the direction.

In the mean time, could you pls consider breaking the issue into 2 parts

- Sign the BTS & DTOS agreement to allow Legend to switch to AR model and ship DTOS
- Raise per-unit to \$45

The reasons are:

- If we don't sign the agreement, we would not have additional nego power to raise net royalty.
- To raise net revenue per-unit, we can lower MDF \$. The BTS & DTOS are independent and the financial terms are standard.
- Current Legend contract is not licensed for Win 98, NTW 4.0
- DTOS has provision to raise COMBO pricing upon 30 day notices
- The existing AS agreement will expire on 7/31.

The second part is a tough one, should we conference call on this?
 Roger

-----Original Message-----

From: John Jenkins
Sent: Friday, July 03, 1998 12:04 AM
To: Roger Cheung
Cc: Elvin Kam; Melissa Brown (LCA); Barry Spector; Curtis Horn (LCA); Bob Chapman
Subject: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):
Importance: High

We have a big problem here. There is NO WAY I will agree to our per-unit net revenue from Legend being LESS than it was before. I told Barry that anything below \$45 was a problem for us and that we needed to move Legend to net \$45 over time. This is going in the wrong direction!

re combo, we should do the same as we do everywhere else and make the price the same for combo as it is for Win9x. Then I don't care if they ship combo.

-----Original Message-----

From: Roger Cheung
Sent: Thursday, July 02, 1998 2:44 AM
To: John Jenkins
Cc: Elvin Kam; Melissa Brown (LCA); Barry Spector; Curtis Horn (LCA); Bob Chapman
Subject: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):

Hi John, thanks your prompt response. We will ask Legend to sign ASAP if you don't have any issue.

It is intentionally not to make any reference to the mktg fund in DTOS agr. The mktg agr is a standalone one. Curtis initiated the agr structure in order minimize exposure on MFN clause for MNC.

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It is correct that the "rebate" only applies to SC languages and Barry accepted \$16 because Legend agreed to drop COMBO on low end PC. Curtis & I target to update the mktg agr by Mid Aug.

Regards
Roger

-----Original Message-----

From: John Jenkins
Sent: Thursday, July 02, 1998 1:58 AM
To: Roger Cheung
Cc: Elvin Kam; Melissa Brown (LCA); Barry Spector
Subject: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):

Thanks for the clarification Roger. What is confusing me is I don't see any reference to the additional "rebate" we give them for SC Win9x. But here is my answer: The agreement is approved by me PROVIDED that the additional \$13 rebate only applies to SC language, and not english.

-----Original Message-----

From: Roger Cheung
Sent: Tuesday, June 30, 1998 2:40 AM
To: John Jenkins
Cc: Elvin Kam; Melissa Brown (LCA); Barry Spector
Subject: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):

Hi John, the following email is the pricing discussion. \$14 MDA applies to all languages version of Win9x and NT. Pls let me know if I misunderstand something.
<< Message: RE: P&C named account pricing proposal >>

-----Original Message-----

From: John Jenkins
Sent: Tuesday, June 30, 1998 9:54 AM
To: Roger Cheung
Cc: Elvin Kam; Melissa Brown (LCA)
Subject: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):

The agreement looks ok EXCEPT that it appears the \$14 MDA discount applies to all 32-bit products. This is incorrect, it should only apply to the base SC version of Windows 9x. English Win9x is the std royalty, no discount, and certainly no other 32-bit products are included. Correct?

-----Original Message-----

From: Roger Cheung
Sent: Monday, June 29, 1998 5:31 PM
To: John Jenkins
Cc: Elvin Kam
Subject: FW: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):
Importance: High

Hi John, appreciate it if you have a chance to approve the following DTOS & BTA for Legend. Without this agreement, they cannot ship Win 98, NT 4.0.

-----Original Message-----

From: Roger Cheung
Sent: Tuesday, June 23, 1998 7:03 PM
To: John Jenkins
Cc: Curtis Hom (LCA); Jack Guo; Barry Spector; Elvin Kam
Subject: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):
Importance: High

Hi John, pls help to review & approve the following DTOS & BTA for Legend.

Curtis has approved the legal terms & Elvin has reviewed the business terms.

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Legend is licensed for all language versions of WDF. Curtis raised concern for shipping non-approved language OPK to Legend as a result of ROC issue. The following attachment is the discussion chain.
<< Message: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13): >>

Elvin & Curtis agreed on my recommendation to sign the current agreement without changes because the contract has been delayed for various legitimate reasons. Today, they are not licensed Win 98 and NTW

We only ship approved languages Win 98 to Legend despite they are licensed for other languages. To limited the exposure, we will further notice MSLI and AR to limit Legend will only receive appropriate OPK & APM.

Your comment?

BTA (5115830012 R4)

<< File: rogerc-legend-12-4. doc >>

DTOS (5115830039 R13)

<< File: rogerc-legend-39-13-T. doc >> << File: rogerc-legend-39-13-A. doc >>

-----Original Message-----

From: Barry Spector
Sent: Tuesday, June 16, 1998 12:14 AM
To: Roger Cheung; Elvin Kam
Cc: Curtis Hom (LCA); Jack Guo
Subject: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):

John will have to review in my absence.

Barry

-----Original Message-----

From: Roger Cheung
Sent: Sunday, June 07, 1998 10:18 PM
To: Barry Spector; Elvin Kam
Cc: Curtis Hom (LCA); Jack Guo
Subject: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):

Barry, here is the business term agreement, I don't have a copy of the transmittal form. Pls generate it from the wizard. The agmt no# is 5115830012 R4.

<< File: rogerc-legend-12-4. doc >>

Also attached the DTOS for your review.

<< File: rogerc-legend-39-13-T. doc >>

<< File: rogerc-legend-39-13-A. doc >>

-----Original Message-----

From: Barry Spector
Sent: Friday, June 05, 1998 8:32 AM
To: Roger Cheung; Elvin Kam
Cc: Curtis Hom (LCA); Jack Guo
Subject: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):

Do we have the final version of the Business Term Document? I don't remember seeing it. I need both docs to review.

MS-PCA 2603803

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Barry

-----Original Message-----

From: Roger Cheung
Sent: Wednesday, June 03, 1998 6:54 PM
To: Barry Spector; Elvin Kam
Cc: Curtis Hom (LCA); Jack Guo
Subject: FW: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):
Importance: High

Barry & Elvin, this is the final signable agreement for Legend DTOS agreement. At the same time, I will send a copy to Legend for review. Please let me know if there is any problem by Friday. If everything is OK, I will ask Legend to sign early next week.

Many thanks
Roger

-----Original Message-----

From: David Troffer (Volt Computer) On Behalf Of OEM License Wizard System Administration
Sent: Wednesday, June 03, 1998 12:23 PM
To: Roger Cheung; Jack Guo
Cc: Curtis Hom (LCA); OEM License Wizard System Administration
Subject: RE: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):

You can use the enclosed printable Word documents as the final, signable agreement (subject to any conditions mentioned by Curtis below).

The start date has been changed to June 1, 1998 (after confirming this change with Jack).

<< File: rogerc-legend-39-13-T.doc >> << File: rogerc-legend-39-13-A.doc >>

Dave T
Please send questions about License Wizard or Legal Viewer to OEMWIZ alias
OEMWIZ Tech Support: +1-425-703-9265

-----Original Message-----

From: Curtis Hom (LCA)
Sent: Tuesday, June 02, 1998 3:47 PM
To: Roger Cheung
Cc: Jack Guo; Curtis Hom (LCA); Remco Hendrikse (LCA); Elvin Kam
Subject: Wizard Draft (Posted as Complete Non-Standard): Legend DTOS Agreement (5115830039 R13):

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**Privilege Material
Redacted**

-----Original Message-----

From: David Troffer (Volt Computer) On Behalf Of OEM License Wizard System Administration
Sent: Sunday, May 31, 1998 6:04 PM
To: Curtis Hom (LCA)
Cc: Roger Cheung; Jack Guo; OEM License Wizard System Administration
Subject: RE: Legend Agreement 5115830039 R10 : Posted

Legend DTOS #39 has been re-posted as revision 13

This is based on rev 9

The product list was modified to be the same as rev 10

One minor edit to the MDA attachment to correct the tag for MDA discount

Otherwise, this revision has not been modified (edited in Document Viewer) in any way by oemwiz.

Assembled draft of agreement (directly from Legal Viewer) attached.

Agreement only, without revision marks

<< File: rogerc-legend-39-13-A.doc >>

Agreement and transmittal with revision marks

<< File: rogerc-legend-39-13.doc >>

Dave T

Please send questions about License Wizard or Legal Viewer to OEMWIZ alias
OEMWIZ Tech Support: +1-425-703-9265

-----Original Message-----

From: Roger Cheung
Sent: Saturday, May 30, 1998 2:19 AM
To: Jack Guo; OEM License Wizard System Administration
Cc: Elvin Kam; Curtis Hom (LCA)
Subject: RE: Legend Agreement 5115830039 R10 : Posted

OEMWIZ, I will not be in the office next week. Please copy Jack for the progress of fixing the changes and send him a copy of signable copy to Jack.

Thanks
Roger

-----Original Message-----

From: Roger Cheung
Sent: Friday, May 29, 1998 5:21 PM
To: Curtis Hom (LCA); OEM License Wizard System Administration
Cc: Elvin Kam; Sally Nguyen
Subject: RE: Legend Agreement 5115830039 R10 : Posted
Importance: High

David. Thanks for walking through the problem with me. Pls see the attached error message.

Thanks
<< File: Warning.ppt >>

-----Original Message-----

From: Roger Cheung
Sent: Friday, May 29, 1998 1:28 PM
To: Curtis Hom (LCA); OEM License Wizard System Administration
Cc: Elvin Kam; Sally Nguyen
Subject: RE: Legend Agreement 5115830039 R10 : Posted
Importance: High

There were the step I did.

- Selected Rev 9, select Next under Product table
- Delete all the WDF product
- Select WDF (All), type in volume, changed pricing

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- Select Next under Save button
- Select "No" when prompt to confirm whether to use the update form
- Select "View/Print" and assemble the Transmittal form only
- Submit the agreement

My take is if this is operational problem I will re-submit a R11 as Curtis suggested. Otherwise, OEMWIZ pls help to educate me how to avoid the problem and re-insert all the change in R9 into R10.

Roger

-----Original Message-----

From: Curtis Hom (LCA)
Sent: Friday, May 29, 1998 12:01 PM
To: OEM License Wizard System Administration
Cc: Elvin Kam; Roger Cheung; Sally Nguyen; Curtis Hom (LCA)
Subject: RE: Legend Agreement 5115830039 R10 : Posted
Importance: High

OEMWIZ,

All of my changes to Rev 9 have been dropped from Rev 10, just as the changes to Rev 8 were dropped from Rev 9.

This is very frustrating and a waste of time as I need to review all of the changes from scratch to make sure everything was added correctly, even more the second time around. I will not start from scratch to re-insert everything again.

As this point, these are our alternatives:

1. OEMWIZ will re-insert all of the changes from Rev 9 back into Rev 10, and work with Roger so this doesn't happen again.
2. Roger will start again with Rev 9 and make a new revision 11 which adds the Product Rows described below. OEMWIZ will work with Roger to make sure the previous changes are not dropped.
3. The Legend DTOS is taken out of the Wizard, and OEMWIZ sends me an editable copy to work with, which Roger and I will finalize.

Please take care of this by EOD Friday. Thank you.

-----Original Message-----

From: Roger Cheung
Sent: Thursday, May 28, 1998 8:51 AM
To: Curtis Hom (LCA)
Cc: Elvin Kam
Subject: Legend Agreement 5115830039 R10 : Posted
Importance: High

Hi Curtis,

Key changes

- Added Win NTW 4.0 1-4 CPU
- Added Win NTW 5.0 1-4 CPU
- Added Win 95 & Win 98

There is no change to main body of the agreement. Pls review and approve it asap.

Many thanks

Roger

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