From w-collin Wed Mar 27 11:40:05 1991 To: jonl martyta w-pamed Subject: New cut at Church/State Date: Wed Mar 27 11:23:05 1991

... whacked a solid page out based on martyta's comments; got rid of most of apps comments; more focused on systems rationale. Will continue to collect all this stuff: it may end up just a lot of good internal info, but writing it for external consumption as well, so we can send out whatever parts we decide to, if any.

Microsoft's Applications and Systems Division: A Separation of Necessity

Microsoft has a policy of running its applications and systems divisions as separate businesses. We have often used the phrase "church and state" to indicate this idea: that while both groups share the same cultural assumptions and corporate beliefs and certainly engage in a constant dialogue and interchange of ideas -- the two groups also have fundamentally different missions. The charter of the applications group is to develop a world-class family of applications on the major PC platforms: DOS/Windows, OS/2, and the Macintosh. The charter of the systems group is to recruit a critical mass of software developers for DOS/Windows and OS/2 to make those platforms a success. This means wooing the support of outside parties, hardware and software vendors alike, and working with these parties in a fair and open manner. These are compatible but not identical goals for Microsoft's two divisions.

The policy is not a legal requirement, nor is it selfproclaimed righteousness on the company's part, some kind of altruism with no further motivation than to help "the industry." Microsoft states, for the record, that this policy is nothing more and nothing less than a sensible and rational business policy that generates large amounts of revenue for Microsoft and for other companies in the That is why the policy exists and why it will continue. It is good, sound, honest business.

The systems group could, in fact, succeed by providing significant advantages to the company's applications group and effectively "locking out" other competitors. Then the applications group would get all, or most, of a small business pie, for at least some period of time. In fifteen years of business, Microsoft has rejected this approach. Its fundamental business strategy has always been, and remains, the opposite. The company believes it will make much more money by keeping its systems business open and growing a mass market -- one that is orders of magnitude larger than the world has known before -- and having its applications group share in this huge pie along with others.

Microsoft has succeeded as a systems vendor because it Comes V. Microsoft recognizes the inherent trap of proprietary solutions. Proprietary systems will work for some time, but ultimately customers will desert them for platforms with many vendors. This has happened repeatedly in the industry, and Microsoft sees no reason to repeat the mistake. The most open platform in history -- DOS/Windows on Intel hardware, with hundreds of hardware vendors and thousands of software vendors -- is the result of a conscious business strategy.

Plaintiff's Exhibit

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MS 5043564 CONFIDENTIAL Thus, what is at issue is not whether Microsoft will be fair because it is the right thing to do, but whether the company has an easier moral task — to show enough common sense to keep executing a pragmatic business philosophy of fairness that has been successful beyond anyone's wildest dreams, not only for Microsoft but for all companies selling into a market of more than 60 million customers and rising at 12 to 15 million per year.

Systems Mission and Business Policies

What Microsoft has said is that we do not seek competitive advantage for our applications by hiding system capabilities from other applications vendors. Microsoft's systems division has a number of goals to support independent software developers (ISVs) in an open and honest manner, and a number of specific programs to carry out the goals. In the broadest terms, the policies are:

- Early disclosure of specifications of systems code to major ISVs, and broad dissemination of technical data to the overall ISV community as early as practical. This includes printed specifications, release of early systems code, and technical review sessions with individual companies.
- o Intensive work with major developers -- including Microsoft's own applications division -- on systems specifications. Openness to input from all ISVs about future technical directions and new product features.
  - Such input has been significant in the development of features for Windows 3.0, in the upcoming Windows 3.1, in OLE, in Open Tools, and in Windows-32, among other systems software.
- Open, published specifications for systems products.
  No secret "hooks" in systems products used by Microsoft applications products. \* (\*footnote: Beta versions of systems software often contains private interfaces for debugging purposes. There are also private interfaces within groups of related system modules. These are not used by applications and often change from version to version of the system product.)
- Major programs to recruit, evangelize and support ISVs. These include several major technical conferences each year, design reviews with individual companies, joint marketing programs of various kinds, and MSU training programs.

What requires Microsoft to continue these policies?
Customer pressure. For the systems division, the customers are software developers and hardware manufacturers. If software developers cannot make a business case for supporting Microsoft platforms, either because the market is too small, or because Microsoft plays unfairly and therefore the business risk is too great, then those developers will desert Microsoft platforms for the many competitive alternatives available — alternatives that are languishing today because developers believe their best opportunities are on Microsoft platforms. Microsoft might win in the short term, but over time Microsoft platforms would be abandoned as just one more closed solution. Microsoft's

MS 5043565 CONFIDENTIAL systems division is under constant pressure from software and hardware vendors to be fair, and under constant scrutiny for any hint that it is not.

No Wall With Anyone, Not Even Ourselves

A recent article on Microsoft referred to a "Chinese wall" between Microsoft systems and applications; because the reporter's phrase was in quotes, some people have assumed "Chinese wall" is a Microsoft term. The company has not used it, and would never imply that its systems and applications divisions do not communicate with each other. They do have fundamentally different missions, and Microsoft's business strategy is to keep them separate. Every ISV, including Microsoft's own applications group, gets to provide feedback on design and testing of systems products. Several different ISVs have provided code that has ended up in a variety of Microsoft systems products; the only consideration is that the ISV be willing to let the information become public.

The systems division is competing with other major systems providers — the Macintosh, various Unix solutions, DOS clones on the low end — and it cannot afford to withhold information from the ISV community without sacrificing its own future. Microsoft has a demonstrated record of talking as often and as earnestly with ISVs as possible, and of providing them with early design specifications, early code, and intensive technical support. It is business necessity that compels Microsoft to treat its systems customers fairly, and nothing else.

Consider adding addendums or sections on:

- X. Stuff in Windows, OLE for example, from Microsoft applications group and others.
- X1. Stuff in Windows 3.0/3.1 or OS/2 requested/developed by other ISVs.
- X2. Stuff in Windows 3.0/3.1 or OS/2 from corporate developers.

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