

TO: Executive Staff Meeting Attendees
FROM: Steve Tucker
DATE: April 22, 1991
SUBJECT: Meeting notes

Please find attached my notes from last week's ESM. These are my notes and should not be taken as a record of every discussion or item of business. For your information the Who column indicates a person involved in a particular discussion it is not a call to action. Actions are stated where appropriate in the text of my notes.

Please note that the text tabulation has gone astray in the printing process. I am sure you will be able to interpret it though.

Finally, as indicated these notes are confidential and for your personal use only.

Regards,

Steve

cc: Dieter Giesbrecht
Robert Gunn
Steve Tucker
Pete DiCorti
Linnet Harlan
Dave Van Daele
Joe Taglia
Mas Morimoto
Phil Balma
Dick Dixon
Debbie O'Connell
John Scadden
Scott Garrison
Steve Maysnave
Dick Williams

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MS-CCP-MDL 5008730



MS-CCPMDL 000005008730

04/22/91 10:21am

**Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California**

Steve Tucker
European Development Centre

Meeting Notes

Who

• Day one:

• Attendees: SM, PDC, DD, MM, JT, JS, DVD, RG, DW, DG, DOC

-DG
RG
DW
DVD
DD
MM
DOC
PDC
SM
JT

• Meeting started at 9:20 am

✓ • DW circulated a suggestion for a new mission statement. ACTION: comments from all to DW. -DW

✓ • DW introduced SM as an attendee at this meeting. SM's role is as a consultant to DW looking at the organisation of the NA region. The objective of this being to allow put us in a position to achieve better success in NA OEM sales in particular. -DW
SM

• Linner will not attend because she is preparing for the FTC meeting next week. She is also interviewing new outside attorneys this week as well as attending court in San Jose wrt the 2001.

REDACTED BY AGREEMENT
Comes v. Microsoft

• DW indicated that any and all press enquiries on the FTC issue should be referred to DW in NA, DG in Europe, DD in Asia-Pacific or MM in Japan. ACTION: DW, DD, DG, MM to notify staff in their regions. -DG
DW
DD
MM

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04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Centre

Meeting Notes

Who

-
- DW indicated that he had received a letter from Microsoft legal complaining about our latest advertising. DW has responded to the letter by writing directly to Mike Hallman and to the board of Microsoft. ACTION: DW will copy the letter to all attendees. -DW
 - ✓ • DW commented on the work being done by Coopers and Lybrand on the valuation of the company. This work is being done to assess a true value for stock options and to assist in discussions with the board and potential investors on the value of the company. The work will be complete in about 3 weeks time. -DW
 - The work by C&L will also help with any considerations for an IPO, merger or acquisition that might occur in the future. DW has been working with PDC on what our strategy should be in the future i.e. which option, IPO, merger or acquisition, would best suit our needs. -DW PDC
 - ✓ • DW stated that despite all the work that has been done over the past few years by way of refinancing etc. we have never achieved adequate capitalization. Also we continue to have resource constraints that limit our ability to do all of the things we would like to do. -DW
 - ✓ • DW stated that we are currently not engaged in an merger or acquisition negotiations. Some discussions have occurred over time but have not resulted in anything to date. DW's preference at present leans toward a merger. DW feels the list for potential merger/acquisition partners would be short. Novell would probably be at the top of the list. -DW
 - PDC presented the financial results for Q2 and distributed paper copies. -PDC
 - ✓ • PDC indicated that a foreign exchange loss of \$900k occurred in March turning the then current \$130k gain into a \$770k loss for the quarter. -PDC
 - The effect of the loss is to turn the \$1.3m operating income into a \$530k PBT

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04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Centre

Meeting Notes

Who

- ✓ • **Cash flow continues to be a cause of concern**
Europe was significantly below its cash plan in Q2. RE suggested that Europe may be able to contribute a further \$200k above forecast for Q3. The US OEM cash contribution gives real concern for Q3. US retail cash contribution for Q3 does not reflect the increased revenue anticipated from the DR DOS Steamroller program. Japan over achieved in Q1 but Q2 was well below. Asia-Pac was only slightly below plan for the first half year but shows considerable shortfall in Q3.
- RG presented the European results for Q2 and the forecast for Q3. -RG
- MM presented the DRJ results for Q2 and the forecast for Q3. -MM
- MM indicated that with continued support CIOS will continue to offer good revenue potential. -MM
- ✓ • MM said that the hope for selling DR DOS into the notebook market offering the advantage of BatteryMAX to OEMs has been dampened because the important OEMs have existing contracts for MS DOS 3.3, some with unlimited volumes, which they will continue to use for the near future. -MM
- ✓ • For DRJ to capitalise on DR DOS in the OEM business DRJ are concentrating on other market areas such as hand held terminals.
- ✓ • MM believes that it will be tough for DRJ to get into the laptop/notebook market at this time. -MM
- ASCII have 3 staff working on the PWP market particularly with Marshista. But with the DOS/V standard emerging decisions in this market are being delayed.
- ✓ • DRJ forecast for Q3 DR DOS is \$203k vs plan of \$995k
- DD presented ASIA-PAC Q2 results and Q3 outlook. -DD
- ✓ • DD commented that accounts are not queing up to by DRJ products and repeat buys are not happening. -DD

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04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tacker
European Development Centre

Meeting Notes	Who
✓ • DD sees opportunities drying up and more and more OEMS focussing on MS DOS 5.0 and Windows.	DD
✓ • Resistance to rebuy is often due to uncertainty about Microsofts strategy and also and more importantly about how DRI will respond.	
✓ • DD believes that DRI must be able to talk about its strategy now and in particular about its Windows strategy.	DD
• DD indicated that he has experienced significant problems in getting Russian DR DOS. DD stated that he wanted 5 copies for each of the ASIA-PAC offices, 15 total.	DD
• Dieter agreed to progress this and also arrange for 5 copies to go to DRJ and 10 copies to go to NAS. ACTION: DG	DG
• DD said that FlexOS is key to success in ASIA-PAC because it establishes credibility for DRI as an OS developer.	DD
• Training new staff is a major time consumer at present and detracts from DDs time spent with accounts.	
• DD believes that Microsoft pricing will be agrasive for 5.0 and that they will permit continuation of existing licences.	DD
✓ • DD has feedback indicating that the second day of COMPUTEX will be the launch date for MS DOS 5.0, ie June 6th.	DD
✓ • DVD reviewed the Q2 results and Q3 outlook for NA.	DVD
✓ • DVD characterised the Q2 OEM results as a complete disaster.	DVD
✓ • 3500 units DR DOS gold disk product sold to one customer.	
✓ • 1100-1500 calls per week on , 10-15% on MDOS remainder on DR DOS	
✓ • Reseller base has been extended from 1500 to 4000 resellers.	

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04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th /April 1991
Monterey, California

Steve Tucker
European Development Centre

Meeting Notes

Who

- Staffing level for channel sales group is 26 permanent plus TempRep staff (8?)
- Cost for TempRep staff is about 8 TempReps to one permanent staff person.

- DVD presented March sales figures for retail.

DVD

Sales figures:

DR DOS 4351

DR DOS Upgrades 15740

DR DOS Gold Disk 3500

Multuser DOS 357

Draw Plus 436

FT 253

Online 12

- DR DOS retail sales are IMD \$1.2m, Marisol \$460k, SW Resource \$373k, Direct \$271k, Marisol Canada \$242k, SW Spectrum \$166k, 4 others ranging from \$40k - \$60k, 6 others ranging from \$10k-\$30k
- DR DOS sell thru approx. 2000,2900,6300 for JAN,FEB, MAR. Upgrade product for 1st 2 weeks of March 2400.
Need to check these numbers/units/figures with DVD
- March call activity = 2822 DR DOS, 380 Multuser DOS, 162 CDOS other products <100 per product.
- Q3 retail forecast for DR DOS is \$4.5m

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04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Centre

Meeting Notes

Who

- None of our resellers have purchased MS product (5.0) at this time
- ✓ • Resellers are anxious about the next release of DR DOS and DVD believes we must quickly decide on what we can say to them to reassure them about the future and to encourage them to stay with us. DVD
- Both large dists have asked for product demos.
- ✓ • DVD does not have any apprehensions about this quarter but can see issues for Q4 if we don't start to talk about Buxton. DVD
- ✓ • DVD said that his information is that MS DOS 5.0 product will be priced at more than \$79. DVD
- ✓ • Current NA OEM forecast is \$2447k but there is some exposure in the forecast. Payment terms on some of the accounts (eg SIDUS for DR DOS in Russian) could result in significant shortfall. SIDUS is in the forecast at \$650k.
- ✓ • Dieter raised the issue of contingency action based on the performance of the company YTD.
- DW said that he has concerns in a number of major areas. DW
DW's major concerns are with FlexOS and Graphics; performance to plan. He also had concerns about the trends in ASIA-PAC especially after having committed to increased spend for FY91 and having now incurred that expense. He is concerned also about US OEM performance and about Japan. The threat of Microsoft to our short and long term success needs to be addressed and will occupy much of our time tomorrow.
- ✓ • JT reviewed the MDC organisation. JT
Wayne Johnson has a new position in an administrative role. Lowell Webster has left the company. Three people in the graphics group are now working on ViewMAX for Buxton.

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04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Course

Meeting Notes

Who

- ✓ • Draw Plus 3.0 is now functionally complete but has performance issues that need to be dealt with. JT is holding the team to a June 6th ER which represents a 5 week slip from previous date. -JT
- A new schedule for driver packs will be produced by Mary Allcaini and will be available by end of next week.
- ✓ • JT introduced Smart Draw. After much discussion advice from the territories was requested regarding the opportunities for the product based on an April 92 availability. -JT
- DD said that he would have to have a Hangul version and that the market would be small. MS have said that their sales of Windows 3.0 into ASIA-PAC are very small today compared with sales in the rest of the world. -DD
- MM similarly believes that the market would be small in Japan. -MM
- ✓ • DVD provided some information on current market trends in graphics. Harvard Graphics business is flat. Freehand - is losing market share. The incremental growth is in Corel, Micrografx, Power Point. Ashton Tate is also close with a Windows drawing product. In Walker's analysis Axon are shown as working on producing a Windows product. -DVD
- DVD is not confident about introducing a product like this into the market. The channel has lost confidence in DR's ability to introduce product in a timely fashion with the right functionality. DVD prefers to focus his attention on system software. -DVD
- ✓ • DG stated that system software is for the OEM market and has limited retail opportunities therefore to grow our European business we need end user retail products. For Europe the retail market means Applications, Utilities and Tools. -DG
- ✓ • DD said that he believes we should now stop all activity in graphics development except for ViewMAX. -DD

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04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Centre

Meeting Notes

Who

- DW said that he does not see graphics applications as being central or strategic to DRI's short or long term success. DW observed that it seems that graphics apps. are such that only companies who are much smaller or much larger than DRI can be successful with them. -DW
- DW's preliminary conclusion is that Smart Draw is not something we should pursue also that Draw Plus 3.0 development should not be continued.
- DW said that we must reach a final conclusion on both these matters by Friday of this week. -DW
- Headcount reductions that should be considered as a result of withdrawing from the graphics business now should only be made after consideration of resource needs in other areas.
- JT reviewed the latest FlexOS schedules including FlexVIEW, X/GEM 2.0, and FlexNET. -JT

Schedules are unchanged.

	Alpha	Beta	ETA	FOA
FlexOS 2.3	May	Aug	Oct	Nov
FlexVIEW	May	Aug	Oct	Nov
X/GEM	Aug	Nov	Feb	Mar
FlexNET:				
Token Ring Bridge	May	Jun	Jul	Aug
STARLAN		TBD		

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04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Centre

Meeting Notes

Who

Summer May
NETBIOS

Native TCP/IP Sep Oct Nov Dec

NetWare TBD

- ✓ JT reviewed status of Technology Partnership program. The plan is to get 3 or 4 major OEMs to partner DRI by investing approx \$1.0m each toward the development of a full 32 bit FlexOS and XIGEM product.

Fans are interested but not short term. Siemens are very impressed and another division of Siemens involved in customer control is also interested in using FlexOS. Siemens are looking for a high level meeting in Monterey soon. We have tried to present to TEC in Dec but they had a better idea. There is only one customer therefore who is seriously interested at present (Siemens). DD indicated that Danwon Telecom and Samsung in ASIA-PAC could be interested in participating. SM stated that Intel might be interested in a 32 bit system to better promote the 486/586 standard. JT pointed out that whenever Intel had been approached the Systems group in Oregon had pushed RMX as a better standard.

- ✓ MM outlined a proposal for a FlexOS Consortium to fund FlexOS Lite development. MM

The purpose of the consortium is to further FlexOS as the world wide EPOS standard. To encourage ISV development of applications/utilities. The cost of membership is \$100k one time fee plus a commitment to 10,000 units of FlexOS Lite at \$40/Unit.

Deliverables include:

- MRS for Nihongo FlexOS 286 2.2
- 100 copy redistribution license
- one copy of SBK
- one copy of FlexOS Application Programmer Toolkit
- FlexVIEW, Application Source code Debugger and C compiler.

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04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Centre

Meeting Notes

Who

The overall cost per member is therefore \$500k. There are currently 5 Japanese companies interested. Revenue will go to develop FlexOS Lite.

DR's commitments include:

Continued development of FlexOS and FlexOS Lite

Consortium management

Public relations

Attract ISV developer Assets Posting

Increase number of technical seminars

Schedules for the consortium are:

FlexOS Lite External Spec. to be presented week of 18th April

FlexOS Lite Development schedules and Final Engineering Spec. to be
presented week of May 27th pres-

Membership commitment by end of May 1991.

June 17th, 1991 Press Conference and first Consortium Meeting (Tokyo)

✓ **JT listed potential consortium members** JT

Potential members include:

TEC

NEC

Mitsubishi

Casio

SubTotal

Fujitsu

Kyocera

KCL

IBM

• **JT showed preliminary estimates for engineering effort on FlexOS Lite.** JT

need to get these from JT to include with these notes

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MS-CCP-MDL 5008740

MS-CCPMDL 000005008740

04/22/91 10:30am

**Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California**

Steve Tucker
European Development Centre

Meeting Notes

Who

- DW asked what the real cost of the FlexOS Lite is and what the timescales are. ACTION: JT
- DG commented that at the last meeting a commitment was made that a paper would be available detailing the partnership proposal and asked when he could expect this.
- JT asked for clarification on what DG wants.
- DG indicated that what he really wanted was something similar to the Lite spec. and that for \$2m customers had the right to expect something more than just a presentation detailing the features/benefits and terms of the partnership.
- JT said that he could not provide anything for at least 2 months. ACTION: JT to provide document ASAP
- END of DAY 1 at 9:00pm
- DAY 2:
- Meeting started at 9:20am
- Other potential FlexOS technology partners are NCR and Hitachi.
- DD said that he might have 2 customers for the Lite product (Goldstar, Samsung, on POS) for the 32 bit product 2 maybe 3 (Daewoo, Samsung, Goldstar)
- DG raised an issue from the graphics segment from yesterday commented that he did not want to reconsider DW's preliminary conclusion on Draw Plus and Smart Draw and that we need only to decide whether we continue with the GEM 4.0 SBX/PTK and driver development.

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04/22/91 10:30am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Centre

Meeting Notes

Who

- DW said that the decision on Smart Draw and Draw Plus is therefore made and that work on Draw Plus and Smart Draw should now stop. The SBK/FTK work should be examined and completed as judged best and the decision made by Friday. -DW
- DW questioned whether we should be considering price changes to the existing products (Ardline and PT). -DW
- DG said that he did not believe this is sensible especially when we have no merchandising funds to make the market aware of such changes. -DG
- DW commented that his decision to stop work on the two graphics products is based on the need to accomplish a very specific mission, that we have a very real and significant opportunity and we must focus on that and not allow anything to distract us from it. -DW
- The decision is not based on lack of market opportunity or our ability to develop a quality.
- We now need to decide how we can best use the resource freed by this decision and especially determine if the resource can be effectively deployed to help our specific mission.
- Field presentations on FlexOS followed.
- DD reviewed his seminar activity for FlexOS. -DD
- The seminar was well attended with over 200 attendees, well above the expected attendance of 150.
- DVD reviewed NA FlexOS OEM account opportunities and product issues. -DVD
- MM reviewed the FlexOS situation in Japan. -MM
- DRJ has recently signed up the largest Intai component dist. in Japan to sell FlexOS.

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04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Centre

Meeting Notes

Who

- DRJ have only achieved 50% of their FlexOS target YTD
 - DG presented the FlexOS status for Europe -DG
 - A replacement Prod. Mktg Mgr. for FlexOS is being sought and will be located in Germany.
 - Europe is still far from on target against its FlexOS plan (\$2.4m for FY91) but Dieter is still confident that with the Technology Partnership opportunity with Siemens the target can be achieved.
 - A major opportunity for the last half of the year is Texaco in the UK. This is a POS system for deployment throughout the UK.
 - Johnson Controls is also another opportunity for the second half. This is a source code license for X/GEM apps. (Drawn at \$100k)
 - Kienzle in Germany is a banking system opportunity. The decision to use FlexOS has been taken in engineering and is awaiting management approval. The value is about \$150k including training etc.
 - End FlexOS Session
 -
 - DOC reviewed Strategic Partnership Status -DOC
 - Two partners are being worked on at present Lotus and Novell
 - DOC circulated and reviewed a report on discussions with Lotus to date and indicated the next steps in each area -DOC
 - DOC and DW discussed the nature of opportunities identified with Novell. -DW
-DOC
- Opportunities include:
- Novell shipping DR DOS as a box loader for Netware 386
 - Novell providing DR DOS for use on all requester stations connected to Net

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MS-CCP-MDL 5008743

MS-CCPMDL 000005008743

04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Contact

Meeting Notes

Who

was systems

Replacing the system s/w on the Novell Remote Access Server with

Minister DOS

DRI have offered Novell a bundle for the 386 and a DRI channel offering

for the

286

The price offering to Novell for the 386 bundle was \$24m for 1 year.

DW indicated that Novell are very interested but do not like the bill. Darrell Miller has discussed this with the Novell CFO and the next step is for Ray Norris and DW to discuss strategic issues.

DW said that he is not confident that progress will be rapid on this based on previous experience with Novell.

DW indicated that he has also offered Darrell's support in the IBM situation. Novell have 28 separate agreements with IBM.

- DG asked if the evaluation of the stock had anything to do with Novell discussions. -DG
- DW responded that the valuation had to make for a variety of reasons including the consideration of the future possibility of an IPO, a merger or an acquisition. PDC added that there were also very real concerns that we all needed to have with respect to tax considerations. -DW
PDC
- ST presented the Buxton status. -ST
- Few notes at this point: note taker preceding!
- The question of locking the mouse as well as the keyboard in Buxton was raised. ACTION: ST to investigate. -ST

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MS-CCP-MDL 5008744

MS-CCPMDL 000005008744

04/27/91 10:20am

**Q1 Executive Staff Meeting
17th-19th April 1991
Monterey, California**

Steve Tucker
European Development Centre

Meeting Notes

Who

- ✓ • A request for 286/386 memory map comparisons between Buxton and various MS-DOS 5.0 configurations was made. ACTION: ST to pass request to product marketing for execution. ST
- We need to give credit to the MS-DOS SmartDrive cache on the Buxton comparative. ACTION: ST to request amendment. ST
- ✓ • We really need a positive sales feature/benefit comparison for DR DOS 5.0 vs. MS-DOS 5.0 ASAP. ACTION: ST to request marketing to provide material/presentation to field. ST
- Meeting closed at 7:00pm

END DAY 2

DAY 3:

- Meeting started at 9:15am
- ✓ • Ideas were presented for increasing sell through in the channel prior to MS DOS 5.0 launch. The intention being to sustain momentum through to the launch of Buxton and to take market share from MS DOS 5.0.

IDEAS:	Source
Increase reseller base	DVD
400,000 mail shot	DVD
reduce gold disk price to \$19	DVD
Industrial distribution	DVD
5.1 release in June	DVD
Buxton Case	SM
Buxton SWOT team	SM
Trade Show 3rd party	SM
Public Launch Party with Sep. availability	PDC

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04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Centre

Meeting Notes

Who

OEM Disclosure

compatibility testing on MS-DOS5.0

DD

IBM

DW

- DV indicated that we really need to maximise our revenues prior to their launch to compensate for an inevitable fall of in sales once they ship.

- MM suggested that the idea of getting ISV support has real merit.

MM

	Rank	Do-solicit
Louis	1	y
Boisand	1	
Workperfect	1	
Novell	1	y
EPC	1	
Xerox-Europe	3	
Masupha	3	
Interactive	3	
A-T	2	
Adobe	2	
Patriot Partners	3	
GO	1	
Phoenix	1	

- Miyamoto San introduced the Open DOS Foundation idea

- PB agreed to refine the ODF proposal and distribute it to attendees

PB

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04/22/91 10:20am

Q3 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Centre

Meeting Notes

Who

• DW reviewed programs to be done

DW

Need a worldwide individual, coordinating a team, reporting to DW and ST John Brown would be best in DW's opinion. John has a good grasp of the market and technology and an ability to communicate well. DW believes that John would need to spend extended periods of time in California in the next four months order to achieve the objectives of the position.

DV need to now develop his ideas and present them to DW

The key ISV program needs to be followed up on by I/B and some US resources (DOC, KP)

Key strategic OEM/Distribution/Press/Analysis/Opinion Brokers need to be identified and visits intro-
ducing BUXTON need to be scheduled

Positioning documents for DR DOS 5.0/MS DOS 5.0

Compatibility testing of MS DOS

Open DOS Federation

Trade show positioning needs to be agreed for Comdex and PC Expo

• ST presented the MDOS update

ST

• DD asked that as new collateral pieces are developed 50 sets be sent to every office as soon as it is printed. ACTION: ST to pass request to product marketing in the UK.

DD

ST

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04/22/91 10:20am

Q2 Executive Staff Meeting
17th-19th April 1991
Monterey, California

Steve Tucker
European Development Centre

Meeting Notes

Who

- DW asked that we investigate and propose an alternative copy protection scheme to the "dongle" for MDOS that gives DRI a larger slice of the royalty from OEM contracts. ACTION: ST to investigate with product development team. -ST
DW
- DW suggested that we should produce a feature benefit comparison of MDOS/DR DOS/MS-DOS so that we can better position and advocate DRI's superior DOS technology. ACTION: ST to pass request to product marketing. -ST
DW
- A translated version of the French magazine lab test for MDOS should be distributed to the field. ACTION: ST via product marketing. -ST
- PB presented DOS/V overview -PB
- The DOS/V standard was not a locally sanctioned development it was discussed and approved at IBM board level in the US.
- ASCII will provide the VGA graphics chips.
- MM said that ASCII do want to offer DR DOS 5.0/V as the OS of choice but has not moved on it yet. -MM
- In wrapping up the meeting DW said that he would like a preliminary cut at how we use our graphics resource most effectively from JT and ST by end next week. ACTION: ST/JT -ST
DW
JT
- Meeting closed at 5:45pm

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