EXHIBIT A

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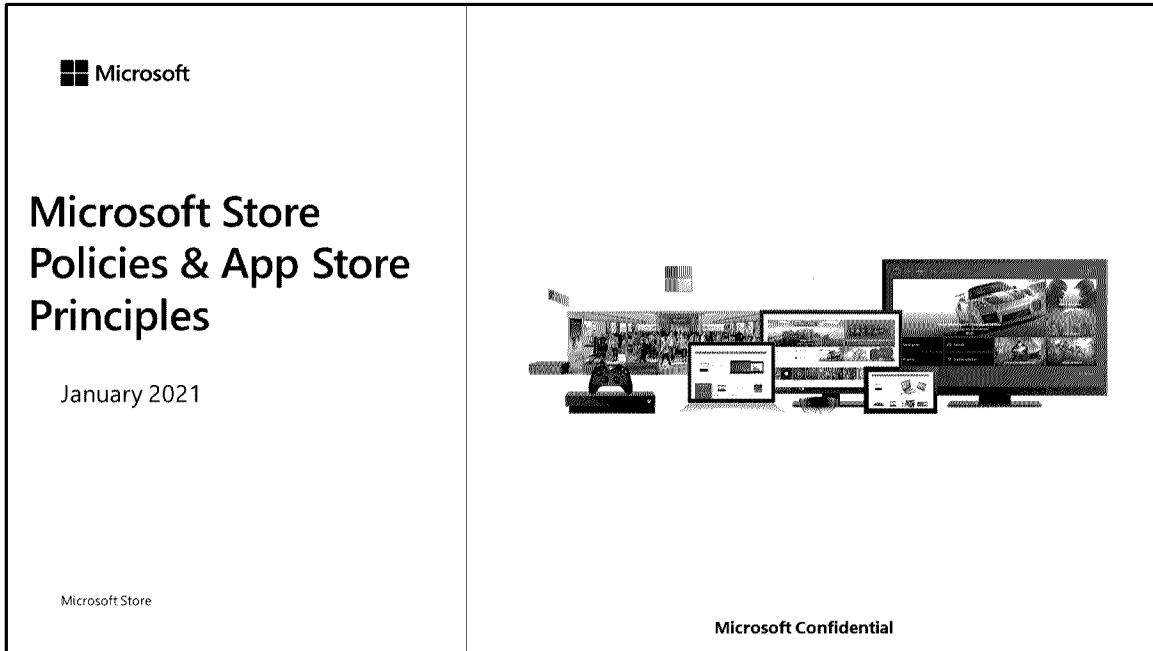
Microsoft Store Policies & App Store Principles

January 2021

Microsoft Store

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For Discussion

Principles for the Microsoft Store on Windows
Public statement from President CELA

For software developers, app stores have become a critical gateway to some of the world's most popular digital platforms. We and others have raised questions and, at times, expressed concerns about app stores on other digital platforms. However, we recognize that we should practice what we preach. So, today, we are adopting 10 principles – building on the ideas and work of the Coalition for App Fairness (CAF) – to promote choice, ensure fairness and promote innovation on Windows 10, our most popular platform, and our own Microsoft Store on Windows 10:

10 principles for the Microsoft Store on Windows

1. Developers will have the freedom to choose whether to distribute their apps for Windows through our app store. We will not block competing app stores on Windows.

2. We will not block an app from Windows based on a developer's business model or how it delivers content and services, including whether content is installed on a device or streamed from the cloud.

3. We will not block an app from Windows based on a developer's choice of which payment system to use for processing purchases made in its app.

4. We will give developers timely access to information about the interoperability interfaces we use on Windows, as set forth in our Interoperability Principles.

5. **Every developer will have access to our app store as long as it meets objective standards and requirements, including those for security, privacy, quality, content and digital safety.**

6. Our app store will charge reasonable fees that reflect the competition we face from other app stores on Windows and will not force a developer to sell within its app anything it doesn't want to sell.

7. Our app store will not prevent developers from communicating directly with their users through their apps for legitimate business purposes.

8. **Our app store will hold our own apps to the same standards to which it holds competing apps.**

9. Microsoft will not use any non-public information or data from its app store about a developer's app to compete with it.

10. Our app store will be transparent about its rules and policies and opportunities for promotion and marketing, apply these consistently and objectively, provide notice of changes and make available a fair process to resolve disputes.
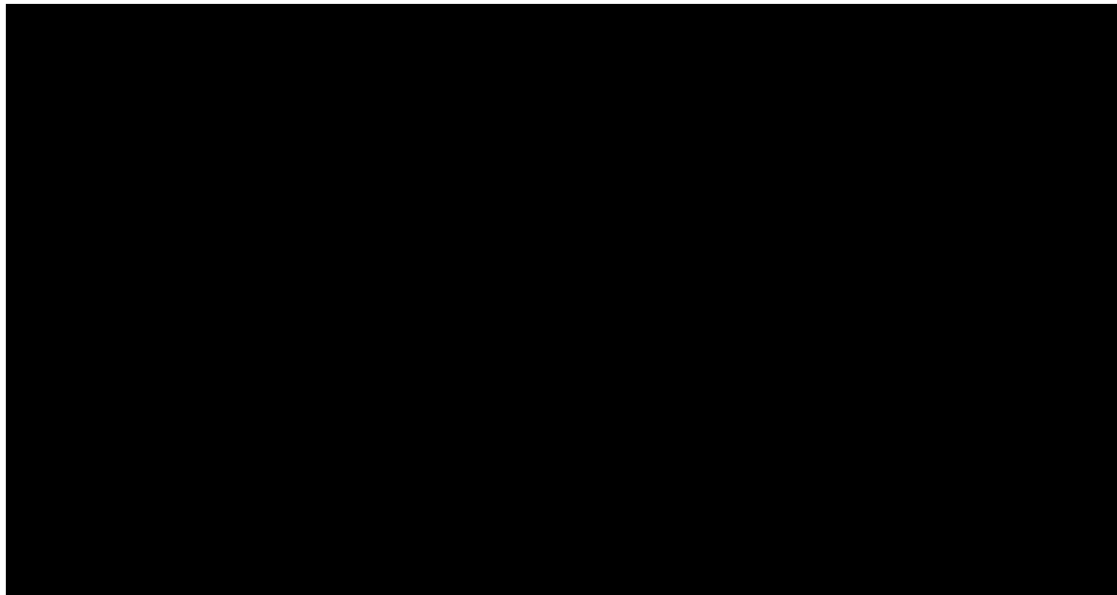
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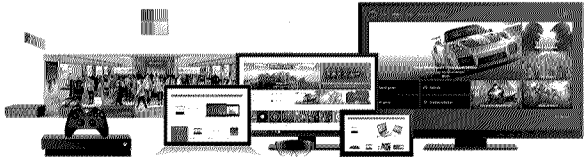
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Policies for the Microsoft Stores
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10.1.2:   Your app must be fully functional

10.1.5:   Your app may promote or distribute SW only through the Store

10.2.4:   Products may depend on 3rd party SW to deliver functionality, but that dependent SW **must be disclosed and be available in the Store**

10.8.1:   Use of our billing platform

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Policies for the Microsoft Stores

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APPENDIX

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Picture is non-editable

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Store Policy Session Overview

Session Purpose	• Provide an overview of both Microsoft Store Standard Fees and Revenue Share and Policy exceptions provided to ▮▮▮ Redacted ▮▮▮ Partners ranked by gross sales ▮▮▮ Redacted ▮▮▮
Desired Outcome	• Understand Partner-types that Store provides exceptions for and why. • Understand the key Policy exceptions provided and why.
Strategic questions being addressed	• Why does Store provide Policy exceptions to select few partners? • What are and why does Store provide other contractual 'gives' to select partners?

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Microsoft Store Standard Fees & Revenue Share Overview
Across All Storefronts*

Microsoft Store on Windows 10	Microsoft Store Revenue Share
Applications	
All transactions (one-time app purchase, subscriptions, in-app digital content)	**15%**
Games	
All transactions (one-time game purchase, subscriptions, in-app digital content)	**30%** (today)
All games will move to 88/12 in CY21	**12%** (H1 CY21)
Microsoft Store on Xbox	**Microsoft Store Revenue Share**
Applications	
One-time app purchase/In-app purchase of non-subscription based digital content	**30%**
App Subscriptions	
Any recurring fee paid to access / consume app services.	**15%**
Games	
All transactions (one-time game purchase, subscriptions, in-app digital content)	**30%**
All games will move to 88/12 in CY21	**12%** (H1 CY21)

*The ADA also addresses the Windows 8 legacy platform as well as Store for Business and Education. When we made the update to reduce Microsoft rev share for apps from 30% to 15%, there were technical constraints preventing us from updating the rev share model for transactions on those platforms/Storefronts, hence the carve-out in the ADA. ███████████████████ Redacted ███████████████████

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Store Policy Exception Summary – Redacted
Redacted

Current Exceptions Overview
- Redacted have one or more policy exceptions:
  - ○ Redacted
  - ○ Redacted have Policy exceptions for both *billing* and *standard rev share* fees paid to MSFT *
  - ○ Redacted a standard rev share fee exception.
- Redacted have standard rev share fee exceptions.

Policy Exception Categories:
- ○ **Subscription Billing** Redacted

  Redacted

  - Redacted
- ○ **Standard Rev Share Fee** Redacted

Policy Exception Rationale:
-

Redacted

Other Contractual Gives to Top Partners:

Redacted

* Standard Store Apps Rev Share Fee: 70/30 for transactions on Xbox, 85/15 for transactions on PC as well as on subscription price, recurring monthly on PC and Xbox

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Store Policy Exceptions – Redacted

#	Partner App / Company	Platform	FY20 Est. Gross Sales*	FY20 Net Sales	Policy Exception Provided	Contractual Rev Share**	Contractual Billing	MSFT Store, Apps Category Contractual Gives
1					Billing & Rev Share		Leveraging own subscription billing	
2			Redacted		Billing & Rev Share	Redacted	Leveraging own subscription billing	Redacted
3					Billing & Rev Share		Leveraging own subscription billing	
4					Rev Share		Leveraging MSFT transactional billing	
5					Billing & Rev Share		Leveraging own subscription billing	
6					Billing & Rev Share		Leveraging own subscription billing	
7					Billing & Rev Share		Leveraging own subscription billing	
8					Rev Share		Leveraging MSFT transactional billing	
9					Billing & Rev Share		Leveraging own subscription billing	
10					N/A		Leveraging MSFT subscription billing	
11					N/A		Leveraging MSFT subscription billing	
12					N/A		Free app, no billing integration	
13					Billing & Rev Share		Leveraging own subscription billing	
14					Billing & Rev Share		Leveraging own subscription billing	
15					N/A		Leveraging MSFT transactional billing	
16					N/A		Free app, no billing integration	
17					Billing & Rev Share		Leveraging own subscription billing	
18					Rev Share		Leveraging MSFT subscription billing	
19					N/A		Leveraging MSFT subscription billing	
Totals			Redacted					

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**Standard Store Apps Rev Share Fee: 70/30 for transactions on Xbox, 85/15 for transactions on PC as well as on subscription price, recurring monthly on PC and Xbox

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Store Policy Exception Summary – Top Games by Sales

PC Gaming Partners accounting for 100% of gross revenue

The PC Games category is achieving healthy organic growth in the Casual Games segment (free cross-mobile games like ███████ without contractual incentives other than short-term Store merchandising during a game's launch for Top 200 mobile games that come to W10.

- █████████████████ Redacted █████████████████

- There is a proposal currently under Gaming Leadership Team consideration to adopt 88/12 as a public PC games revenue share for *all games* in exchange for the grant of streaming rights to Microsoft.

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- The business model of advertising a game in other games via middleware ad platforms (Vungle, IronSource) is a pillar of the iOS and Google mobile gaming ecosystems. As a result, in lieu of policy and payment terms exceptions, the PC Gaming category team, has effectively used this co-op marketing approach with partners to accelerate growth in the category.

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Store Policy Exceptions – Top PC Games Publishers

	Partner App / Company	% Gross / % Net Revenue	Platform	Annualized Oct '20 Revenue (Oct x 12)	Annualized Oct '20 Net Revenue (Oct x12)	Policy Exception Provided	Contractual Rev Share*	Contractual Billing	MSFT Store, Games Category Contractual Gives
1		Redacted	PC	Redacted				Redacted	Redacted
2			PC			Redacted		Standard Commerce API	
3			PC					Standard Commerce API	
4			PC					Standard Commerce API	
5			PC					Standard Commerce API	
6			PC					Standard Commerce API	
7			PC					Standard Commerce API	
8			PC					Standard Commerce API	
9			PC					Standard Commerce API	
10			PC					Standard Commerce API	
11			PC					Standard Commerce API	
12			PC					Standard Commerce API	
13			PC					Standard Commerce API	
14			PC					Standard Commerce API	
15			PC					Standard Commerce API	
16			PC					Standard Commerce API	
17			PC					Standard Commerce API	
18			PC					Standard Commerce API	
19	Rest of Catalog (6% of Revenue)		PC					Standard Commerce API	
Total									

*Standard W10 PC Games revenue share is 70/30.

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Movie Industry Climate
COVID continues to alter how content reaches consumers

Box Office Impact: (1)
- -82% YoY Drop in Domestic Box Office Revenue ($2.1B in 2020 vs. $11.3B in 2019)*
- -50% YoY Drop in title releases (444 titles in 2020 vs. 911 titles in 2019)*
- -68% YoY in China Box Office, still surpassed North America total in 2020, $3.13B**

Exhibitors/Theater Owners:
- Majority of domestic theaters have been closed since March, or opened at limited capacity <50%
- Regal has had all 600+ Theaters closed since early October
- AMC is trying to avoid bankruptcy; stock dropped 75% in 2020

Studios: Experimenting
- Content drought: Most production halted in Spring; resumed in Fall; L.A. filming now stopped again
- Major Studios are determining individually what is best for their content slate:
  - Finished big-budget Titles ($100M-$200M): Release delayed until more theaters open (e.g., Black Widow)
  - Studios releasing smaller titles on their own streaming services (Soul, Artemis Fowl, etc.), selling to other streamers (Coming2America, Greyhound, etc.) or selling as a Premium Video on Demand (PVOD) on transactional services (Trolls2, Scoob, etc.)

Consumers and Expansion:
- (2) Are hesitant to return to theaters
- Subscriber Volume: Netflix 195M Subs, +28M (Oct); Disney+ 86.8M Subs, +58M (Dec)
- Disney+ continues global rollout & will add FOX and library content to Disney+ via 'STARS' brand. HBO MAX to expand internationally 2021.

Box office comparison: 2019 vs. 2020 (1)

CONSUMER SENTIMENT ON GOING TO THE MOVIES (2)

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*BoxOfficeMojo, **Mayeam Entertainment

Microsoft Movies & TV - Rental programs
Key questions:
- How effective are VOD sales at driving new users?
- Which price point drove more new users?
- What are the behaviors of these new users after they participate on discounted VOD?

REVISE:
- Look at LIFT comparatively in .99c, we need to justify why we need to get .99c, look at
- Look at quality type of users from
- Percentage of difference from each tier, think from revenue to units to price point

Determine what price attracts the most quality new users, First Time Purchasers "this will do no harm" aggressive discounts // significant // pulsing different sigiginit / we use rental sale to attrach most number of new users, attracting new users that continue to come in and by. Keep in mind, .99c good way to keep people

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in but better quality keep – quality purchasers
Going forward, 1.99 / .99

Potential different hypothesis:
- Aggressive rental discounts will attract First-time purchasers to MMTV platform
- Aggressive rental discounts will attract quality First Time purchasers to MMTV platform
- .99c & 1.99c rental sale campaigns will attract quality First Time purchasers to MMTV platform
- Aggressive rental sale discounts on demo content with elevated merchandising will attract quality First-time purchasers into MMTV platform
- Aggressive .99c rental discounts of on demo content will attract quality First-time purchasers to MMTV versus 1.99c rental discounts of off demo content

- MMTV Rental Programs are effective new user drivers with .99c deals on new release AAA titles vs. MMTV .99c or 1.99 rental single SKU spotlight promotions
- MMTV Rental Programs with .99c deals are more effective than 1.99c deals in new user acquisition

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More misc notes:
- XX% sale participants bought $X.X VOD price point & $X.X EST price point

- XX% or # sale participants bought more than one rental & EST purchase

Redacted

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Store Policy Exceptions – Theatrical Release Strategies are Fragmented
Studios have broken the traditional release windows during C19 to optimize for their individual growth needs.
Microsoft agreements have been amended to align with new business models.

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