EXHIBIT 10
PUBLIC REDACTED VERSION

OpenAI on Azure Big Compute

Overview, Recommendations and Models

OpenAI Overview

- OpenAI is a non-profit artificial intelligence research company. Their goal is to advance digital intelligence in the way that is most likely to benefit humanity as a whole, unconstrained by a need to generate financial return.

- Elon Musk (founder of Tesla) and Sam Altman (President of YCombinator) are founders and co-chairs of OpenAI. Additionally backed by Peter Thiel and Reid Hoffman.

- Currently create their models, algorithms and cutting edge research on AWS as part of a deal that provides them $50M in GPU compute for $10M in committed funds. Deal is coming for renewal on 9th September 2016 at $10M/60M in equivalent compute.

- First research organization in the world with access to NVIDIA's DGX-1 (Supercomputer in a box) offering with Pascal GPUs with additional 10k Maxwell GPUs donated.

- Satya approached Sam with the desire to work closer together given our focus on AI. AWS garners a lot of mindshare currently from OpenAI (**https://openai.com/blog/infrastructure-for-deep-learning/)**

Benefits to Microsoft

- **Thought Leadership:** Unique opportunity for MS Corp to attach and support high profile, non profit organization driving innovation in the AI segment- Not many deals or opportunities like this
- **Momentum:** Announce the partnership at Ignite & get momentum ███████████████████ – *their release is imminent*
- **Driving Azure Usage:**
  - "Halo effect" for upcoming GPUs launch via partnership with cutting edge technology company and thought leaders in the Deep Learning Space.
  - Enable Azure to recruit net-new audience of *next generation of developers & start-ups*
  - Accelerate our **development of DL in Azure** by having OpenAI develop their latest tools, algorithms & libraries **on Azure** and *accelerate the virtuous cycle of CNTK development*
  - Drive *increased bursting usage* from the DL community by attaching to the DGX 1 Device that Nvidia provides
  - **Grow algorithmic usage of Tensor Flow and Café in our solutions** – We'd have immediate customers
- **Attached Azure Revenue:** Generate pull through revenue for additional services in Azure herby creating a **"Better together"** story for deep learning solutions in Azure.
  - Standard compute for infrastructure based services such as web servers as part of the Deep Learning architecture
  - Strong Interest in Azure Batch for their deployment & scheduling DNN jobs across GPU based nodes
  - Azure Storage for storage of their input data, models

Deal Ask

- Their ask █████████████████████████████████ ██████ :

    - █ year deal worth the equivalent of ████████████████ Compute
    - Pay ████████████████████████████
    - Commit to ██

- *LTV model implies* ████████████████████████████████

LTV model ██████████████████████████

- Modeling implies ███████████████████████████████████████
- We would **need to believe the** ████████████████████████████████████

Key Assumptions
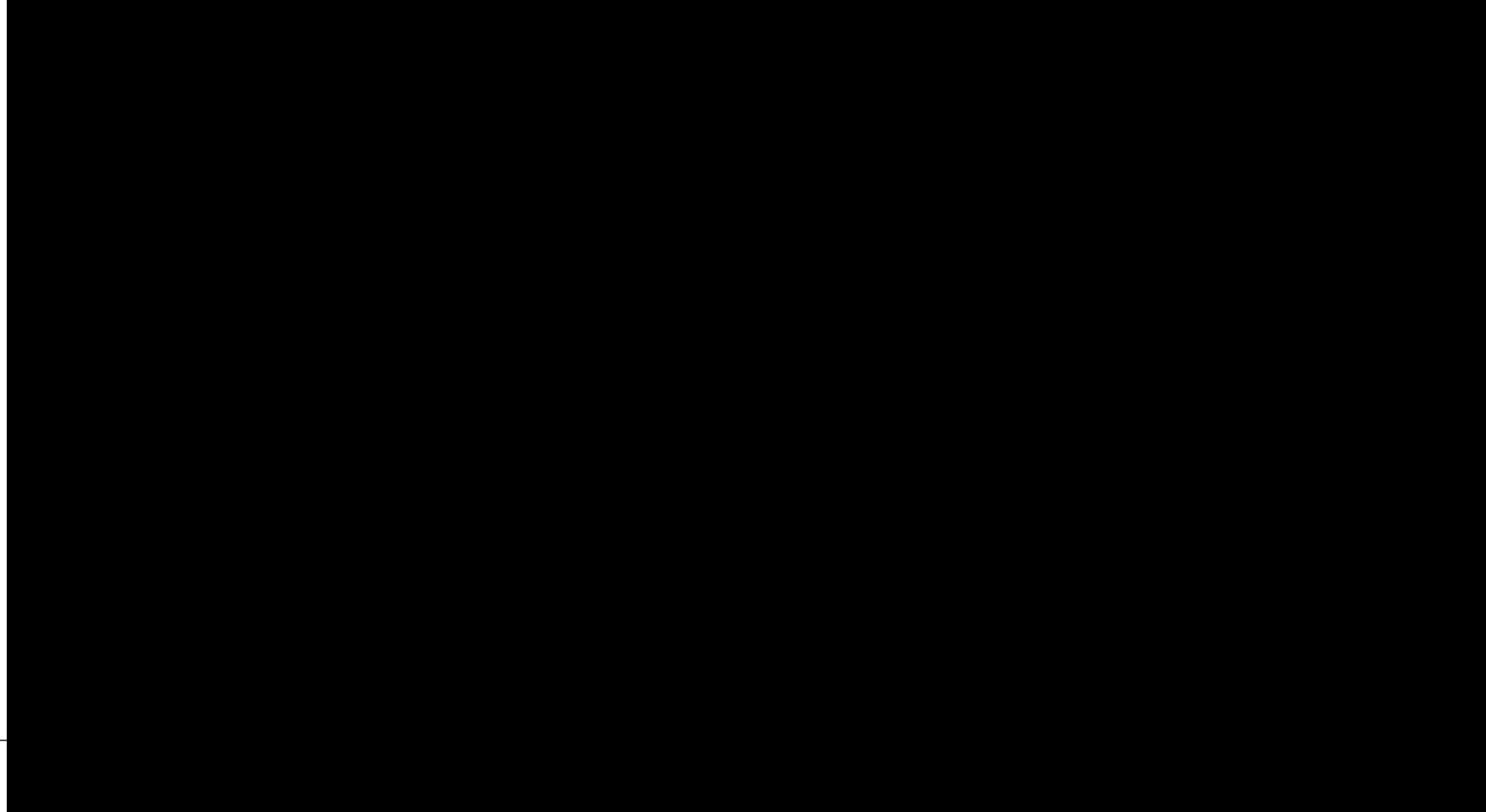
Next steps

- **Today -** Get approval on ███████ so we can negotiate remaining terms

- **From A2N to Close** – Nail the details – Target 9/9 but we have a little room if we are aligned on price

  - **Consumption Ramp/ Transition**
    - **They anticipate a** ██████████ ; we will need to asses ██████████████████████ note: ½ of current cluster can be made available in 2-3 weeks—currently used for dev validation)
    - **Ring-fence some preview capacity** for customer without impacting other preview customers;
    - They have flexibility on the SLA; and their consumption is peaky. ***We'd seek to accelerate build-out of GPU Compute clusters for this scenario***

  - **Partnership Momentum**
    - On OpenAI.com – Sponsor listing (in place of AWS); CNTK Shout out in OpenAI Gym
    - At **Ignite –** ***Proposal being figured out***
    - **Agreed to contribute and evangelize CNTK** as part of a hosting deal- █████████████ ████████████████
    - PM Team to engage and catch additional leads as part of engagement **– *Need a program developed here***

- **Long Term Product Roadmap Impacts**– *Discussion on 9/12 at TDC*

  - **Nail the DL Long term hardware innovation strategy and roadmap -** *partnership with CSI, ABC, and CNTK teams*
    - What are our concrete plans beyond P40 GPU-   FPGA, ASIC?
    - May need ████████████████████████████

  - **Accelerate Batch adoption via rich Accelerator, Orchestration, and Job Management Capabilities**

Appendix

Scenarios to achieve break-even (growth, price, utilization)

Scenarios

# COGS models to identify LTV

- Standard Costs
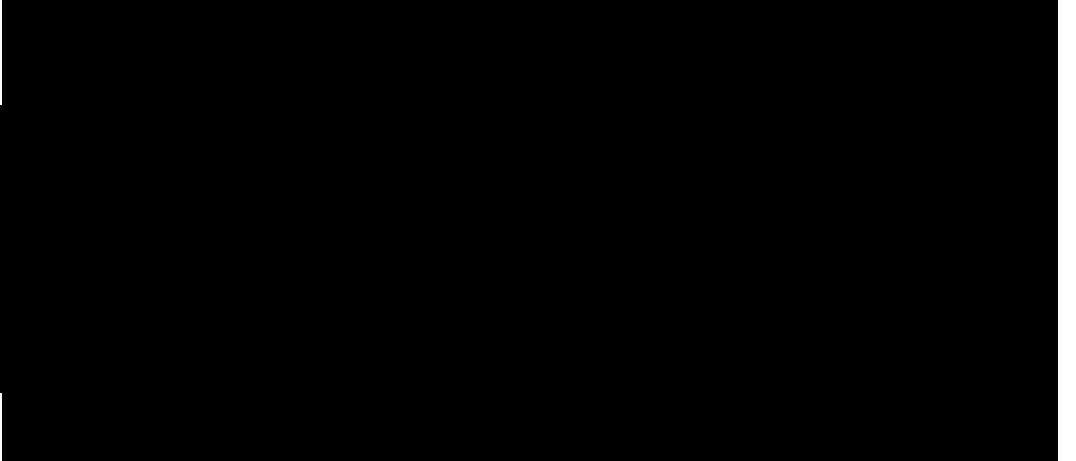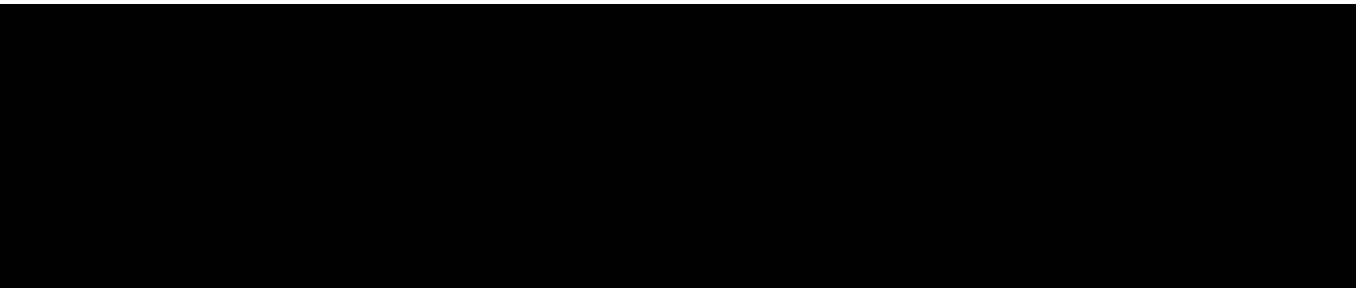
- Capacity Costs only
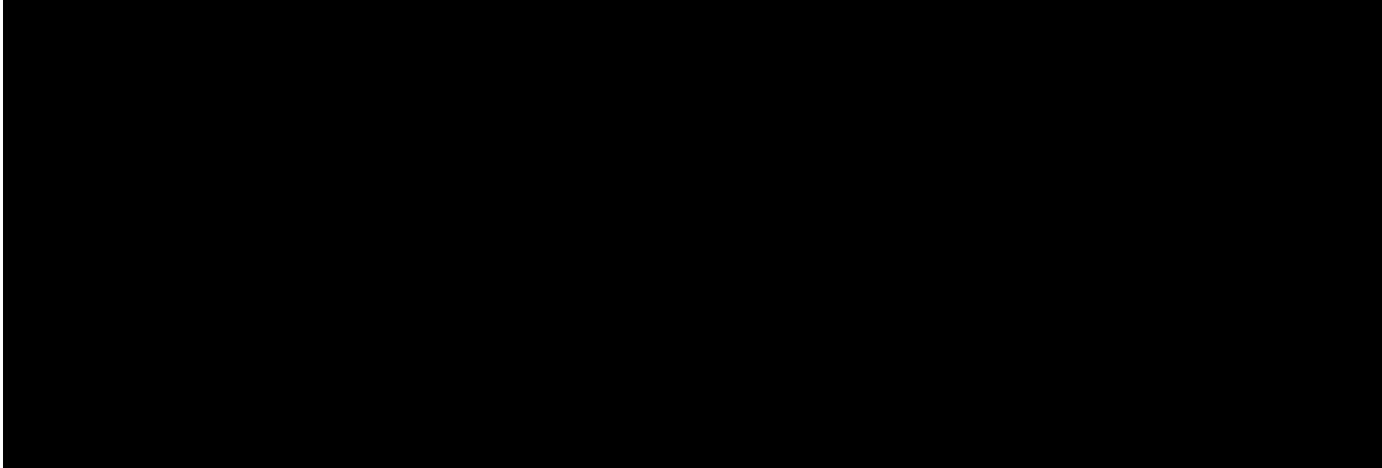
Assumptions

- **Costs assumptions**
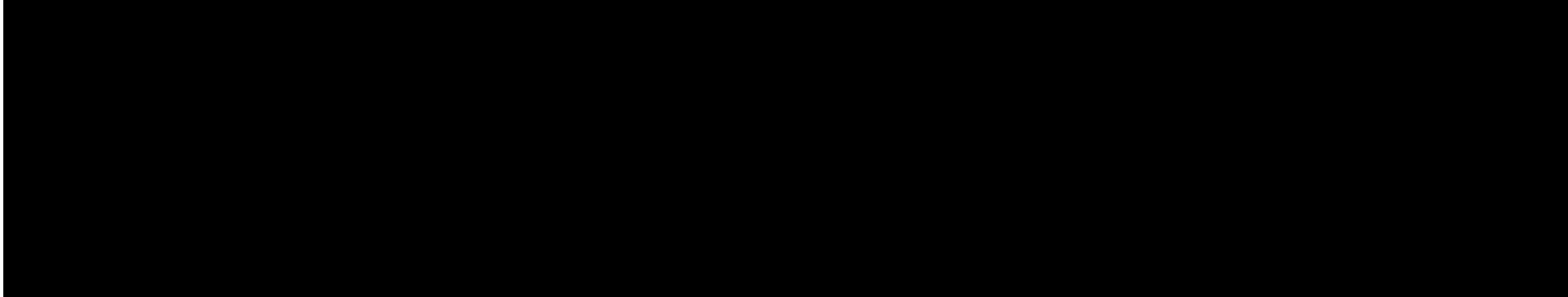
- **Financial Model**
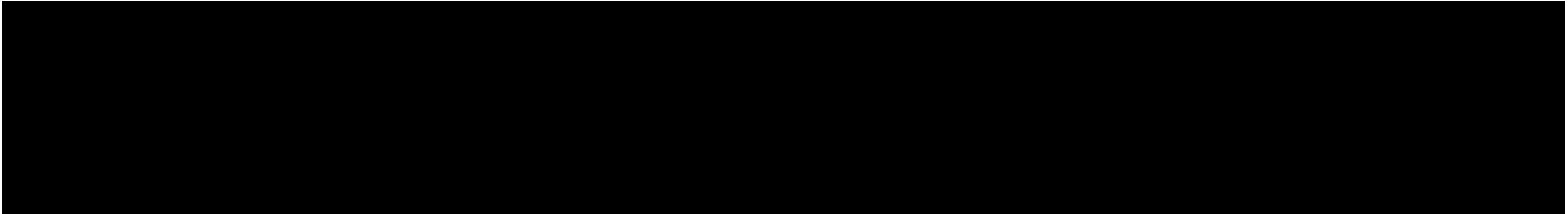
CNTK LTV comparison

Based on commitment for usage across the years we would ████████████████████

1. Standard Costs ████████████████████████████████████