

**COURT OF CHANCERY
OF THE
STATE OF DELAWARE**

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CHANCELLOR

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June 3, 2005

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Re: *Miron v. Microsoft Corporation, et al.*
Civil Action No. 1149-N

Dear Counsel:

I have considered the numerous written submissions regarding plaintiff Michael Miron's motion to expedite the proceedings in this matter. Because of the press of other business, I regret that I am unable to provide counsel with a more fulsome description of the bases for my decision to deny the motion.

Fundamentally, I am not persuaded that these proceedings need to be expedited in order to afford Mr. Miron and other members of the purported class complete relief. First, plaintiff Miron took no steps to seek expedition until two months after he filed the initial complaint in March 2005. The actions about which Mr. Miron complains were known to him even earlier than March 2005. Second, the purported urgency driving the motion to expedite is the potential expiration of stock option and contract rights with ContentGuard. ContentGuard, however, is a party to this action. Thus, the Court can

always fashion an appropriate remedy at a later date by an award of damages. Alternatively, as a court of equity, this Court would have the power to extend the option period if it concluded that money damages were not an adequate remedy. In sum, this Court has broad powers more than adequate to the task of remedying any injury inflicted upon Mr. Miron or other employee/shareholders, either as a result of the expiration of stock options or as a result of the exercise of such options.

Accordingly, I deny plaintiff Michael Miron's motion to expedite. In addition, I grant defendants' motion for limited discovery regarding plaintiff Miron's adequacy as a representative plaintiff in these proceedings. I strongly urge counsel to confer and agree upon a standard scheduling order that will establish a reasonably prompt schedule for discovery, motions, etc. If counsel cannot agree, proposed scheduling orders should be submitted to the Court for its consideration.

IT IS SO ORDERED.

Very truly yours,

A handwritten signature in cursive script that reads "William B. Chandler III". The signature is written in black ink and is positioned below the typed name.

William B. Chandler III

WBCIII:meg