



November 27, 2013

Tom Torlakson  
State Superintendent  
California Department of Education  
1430 N Street  
Sacramento, CA 95814

Re: State of California Shape the Future Initiative (#1783)

Microsoft is hereby providing notice to the State of California Department of Education that the State of California K-12 schools listed in Appendix A (hereinafter the "Eligible Schools") are eligible for Microsoft's Shape the Future Initiative for California (hereinafter the "Initiative"). Microsoft is permitting such eligibility due to State Superintendent Torlakson's education technology initiatives. The Eligible Schools may submit an order for the fulfillment of Windows® 8 Pro (National Academic Only) English language licenses or any subsequent Product for the specified maximum quantity listed below. Original Equipment Manufacturers ("OEM") may fulfill such orders using Microsoft's National Academic SKU for the Windows operating system. The National Academic SKU is only available to Eligible Schools in California as part of the Initiative.

Maximum quantity licenses:

500,000 Windows 8 Pro (National Academic Only) or any subsequent Product

Eligible Schools who wish to procure licenses through the Initiative must provide this letter to an OEM that has entered into a direct OEM licensing relationship with Microsoft for Microsoft software (hereinafter a "Qualified OEM").

The Windows 8 Pro (National Academic Only) licenses or any subsequent Product made available in association with the Initiative may only be distributed to the Eligible Schools by a Qualified OEM pursuant to a valid licensing agreement between the Eligible Schools and the Qualified OEM.

In addition, Microsoft may request that Eligible Schools participating in the Initiative submit proof of receipt of the Windows 8 Pro (National Academic only) licenses or any subsequent Product, such as an OEM invoice, a shipment record or similar documentation which demonstrate receipt.

Licensing transactions under the Initiative will be between the Eligible Schools and its chosen Qualified OEM. Nothing in this letter makes the State of California Department of Education a party to or in any way liable for such licensing transactions. The offer to participate in the Initiative described herein will expire on September 25, 2014. Any modifications or extensions to participation in the Initiative must be in writing and issued by Microsoft.

Inquiries related to this LOE should be submitted to [oemedsku@microsoft.com](mailto:oemedsku@microsoft.com).

*Reference Number: PRI#1783*