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May 2, 2012

Peter Kraus
Senior Attorney
Microsoft Corporation
One Microsoft Way, Redmond
Washington 98052-6399
Tel 425 882 8080, Fax 425 936 7329

Re: Shareholder Proposal for 2012 Annual Meeting

Dear Mr. Kraus:

Thank you for your letter dated on April 30, 2012 regarding my shareholder proposal for inclusion in proxy materials of the 2012 annual meeting of shareholders. I welcome the chance to communicate with you on this very important issue for our company.

Please visit my research work at <http://cpri.tripod.com/> because you can find all of my human rights proposals there. For example, in 2010, Google and Chevron responded positively to my proposals and improved their policy, but News refused my proposal so the world are shocked by the ugly failures of News (<http://cpri.tripod.com/cpr14.html>). The worst case is Yahoo!. When the SEC finally sided with me in 2011 (after many years' rejection by Yahoo!) to put my proposal (which asks to set up a human rights committee, also to supervise the politically abused "Human Rights Fund") to the meeting, I received personal attacks and threats from the abused Fund's administrator (<http://cpri.tripod.com/cpr15.html>). It is unfortunate that because of my human rights proposal, I was forced to defend myself to send a demand letter to Yahoo! which unfortunately leads to filing a "section 220" complaint to the Delaware court.

Why I am so concerned of human rights, particularly in China? I lost my Chinese Communist Party candidanship because I tried to organize independent election of Tsinghua University Student Association in the early 1980s; I was also expelled from

Beijing upon graduation for the same reason (even though I was born in Beijing). I was the only Chinese student in Japan to lose my scholarship from the Chinese Education Committee and was expelled from Japan's university system (even though I was the first to receive Ph. D in Sociology in Osaka University) and lived in Japan without personal safety, because I organized human rights movement in Japan before, during and after the 1989 Tiananmen massacre (Asahi Daily made a special report on my case after 20 years: <http://www.asahi.com/special/kajin/TKY200906080132.html>). I spent more than one decade as stateless refugee after I lost my PRC citizenship in 1996 after my family fled from Japan to the US.

Rather than personal experience, I would like to share with Microsoft my learning after many years engaging the corporate society to respect and promote human rights worldwide. For example, I think Intel showed better policy and practice in this field. I withdraw my proposal and participated to 5-6 meetings with Intel's various section officials. They also invited about ten outside experts to advise Intel's ongoing human rights formation. Your letter indicates that Microsoft is also taking similar steps, and I would like to contribute to our company my unique knowledge in this new social innovation field.

Please contact me at 925-984-4909 (phone), 925-718-5037 (fax), or zhao@h-china.org .

Sincerely,



Jing Zhao, President
US-Japan-China Comparative Policy Research Institute