

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. )\*

NEXTEL COMMUNICATIONS, INC.

(Name of Issuer)

Class A Common Stock

(Title of Class of Securities)

65332V103

(CUSIP Number)

May 27, 1999

(Date of Event Which Requires Filing of this Statement)

Robert A. Eshelman, Esq.  
General Counsel, Finance & Operations  
Microsoft Corporation  
One Microsoft Way  
Redmond, Washington 98052-6399  
(425) 882-8080

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No.: 65332V103  
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1 NAME OF REPORTING PERSON  
Microsoft Corporation  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
91-1144442  
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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)   
  
(b)   
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3 SEC USE ONLY  
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4 CITIZENSHIP OR PLACE OF ORGANIZATION  
State of Washington  
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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 SOLE VOTING POWER 16,666,667
	6 SHARED VOTING POWER -0-
	7 SOLE DISPOSITIVE POWER 16,666,667
	8 SHARED DISPOSITIVE POWER -0-

  

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

16,666,667. On May 27, 1999, Microsoft Corporation ("Microsoft") purchased 16,666,667 shares of Class A Common Stock (the "Shares") of Nextel Communications, Inc. ("Nextel") pursuant to the terms and conditions of an Investment Agreement between the parties dated as of May 7, 1999 (the "Agreement"). Pursuant to the Agreement, Microsoft is subject to certain transfer and other restrictions regarding the Shares for a period ending August 31, 2001 (the "Restriction Period"). The Restriction Period is subject to extension or earlier termination upon the happening of certain events specified in the Agreement.

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10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [  ]  
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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
5.99%  
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12 TYPE OF REPORTING PERSON  
CO  
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Item 1.

- (a) Name of Issuer: Nextel Communications, Inc.
- (b) Address of Issuer's Principal Executive Offices:  
2001 Edmund Halley Drive  
Reston, VA 20191

Item 2.

- (a) Name of Person Filing: Microsoft Corporation
- (b) Address of Principal Business Office:  
One Microsoft Way  
Redmond, Washington 98052-6399  
Attention: General Counsel, Finance and Operations
- (c) Citizenship: State of Washington
- (d) Title of Class of Securities: Class A Common Stock
- (e) CUSIP Number: 65332V103

Item 3. Not Applicable.

Item 4. Ownership

(a) Amount Beneficially Owned: 16,666,667. On May 27, 1999, Microsoft Corporation ("Microsoft") purchased 16,666,667 shares of Class A Common Stock (the "Shares") of Nextel Communications, Inc. ("Nextel") pursuant to the terms and conditions of an Investment Agreement between the parties dated as of May 7, 1999 (the "Agreement"). Pursuant to the Agreement, Microsoft is subject to certain transfer and other restrictions regarding the Shares for a period ending August 31, 2001 (the "Restriction Period"). The Restriction Period is subject to extension or earlier termination upon the happening of certain events specified in the Agreement.

- (b) Percent of Class: 5.99%
- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote 16,666,667
  - (ii) shared power to vote or to direct the vote -0-
  - (iii) sole power to dispose or to direct the disposition of  
16,666,667
  - (iv) shared power to dispose or to direct the disposition of  
-0-.

Item 5. Ownership of Five Percent or Less of a Class

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Not Applicable.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of a Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

[Remainder of page intentionally blank]

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

June 4, 1999

MICROSOFT CORPORATION

By /s/ Robert A. Eshelman

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Robert A. Eshelman  
General Counsel, Finance & Operations