FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
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hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* DD CD FD A NUCL.					2. Issuer Name and Ticker or Trading Symbol MICROSOFT CORP [MSFT]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
BROD FRANK H					india of the control										Direc	ctor	10%	Owner		
					2 0	2 Date of Fadicat Transaction (Month/Day/Year)									X	Office belov	er (give title v)	Other below	(specify	
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 05/01/2009										C	hief Accor	inting Office	r	
C/O MICROSOFT CORPORATION				03/	03/01/2009										mer riccot	mang Office				
ONE MICROSOFT WAY																				
ONE MI	CKOSOFT	WAI			4 16	4 If Amandment Date of Original Filed (Month/D-::0/)									C. Ladii idaal oo laiat/Oassa Filiaa (Obsela ta lii III					
-					. 4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)														-	X Form filed by One Reporting Person					
REDMO	ND W	A 9	8052-63	99													, , ,			
					.											Form filed by More than One Reporting Person				
(City)	(C+	ate) (7in)													. 0.0				
(City)	(30	ale) (Zip)																	
		Tabl	e I - Noi	า-Deriv	ative	Se	curitie	s Acq	uired,	Dis	posed o	f, oı	r Ben	eficia	ally	Owne	ed			
1. Title of S	ecurity (Inst	r. 3)		2. Transa	action	ction 2A. Deemed				3. 4. Securities Acquired (A)					or 5. Amou			6. Ownership	7. Nature	
	• •	•		Date	2011/100	ay/Year) Execution Date, if any (Month/Day/Year)			Transaction Code (Instr. 3, 4 s 5)			D) (Instr.	. 3, 4 aı	nd			Form: Direct (D) or Indirect	of Indirect Beneficial		
				(MONUN/L	Jayı rea											(I) (Instr. 4)	Ownership			
						(, , , , , , , , , , , , , , , , , , ,		'		(4) ==			Repor				(Instr. 4)			
									Code	۱v	Amount		(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)				
Common Stock 05/01/					1/2009				F		1,852	D \$20		\$20	0.24 97,203		7,203	D		
Common Stock						72005				<u> </u>						,				
		Та	ble II - [Derivat	ive S	ecu	rities	Acqui	red, D	ispo	sed of,	or B	3enefi	iciall	y Ov	vned				
											onvertib									
1. Title of	2.	3. Transaction	3A. Deem		4.				6. Date Exercisable and			7. Title and			8. Pr		9. Number o		11. Nature	
Derivative	Conversion	Date	Execution if any (Month/Da	Date,		Transaction				Expiration Date			Amount of		Derivative Security (Instr. 5)		derivative	Ownership	of Indirect	
Security (Instr. 3)	or Exercise Price of	(Month/Day/Year)			Code (Instr. 8)		Securities Acquired		`			Securities Underlying Derivative					Securities Beneficially	Form: Direct (D)	Beneficial Ownership	
()	Derivative		•	.,,,													Owned	or Indirect	(Instr. 4)	
	Security					(A) or Security (Instr. 3 and 4)						str. 3	3		Following Reported	(I) (Instr. 4)	1			
						of (D)					410 4)					Transaction(s)	(s)	1		
							(Instr. 3, 4									(Instr. 4)			1	
				L	-	and 5)														
														ount					1	
													or Nu	mber						
								Date		Expiration		of				1		1		
					Code	٧	(A)	(D)	Exercisa	ble	Date	Title	e Sha	ares						

Explanation of Responses:

Remarks:

Keith R. Dolliver, Attorney-infact for Frank H. Brod

05/04/2009

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.