

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

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|--|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>COURTOIS JEAN PHILIPPE</u><br><br>(Last) (First) (Middle)<br><u>C/O MICROSOFT CORPORATION</u><br><u>ONE MICROSOFT WAY</u><br><br>(Street)<br><u>REDMOND WA 98052-6399</u><br><br>(City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year)<br><u>07/07/2016</u> | 3. Issuer Name and Ticker or Trading Symbol<br><u>MICROSOFT CORP [ MSFT ]</u>  |  |
|  |  | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Executive Vice President</u> | 5. If Amendment, Date of Original Filed (Month/Day/Year)<br><br>6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5)   |
|---------------------------------|---|--|---|
| Common Stock                    | 411,620 <sup>(1)</sup>                                | D  |   |
| Common Stock                    | 197,883   | I  | Held through "contrat d'assurance vie" <sup>(2)</sup>   |
| Common Stock                    | 59,699  | I  | Held through "contrat d'assurance vie" <sup>(2)</sup>   |
| Common Stock                    | 16,400  | I  | Held through "contrat de capitalisation" <sup>(3)</sup> |
| Common Stock                    | 16,400  | I  | Held through "contrat de capitalisation" <sup>(3)</sup> |
| Common Stock                    | 16,400  | I  | Held through "contrat de capitalisation" <sup>(3)</sup> |

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) |                            | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|--|---|
|  | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |  |   |

**Explanation of Responses:**

- Includes an aggregate of 174,221 shares represented by stock awards that vest, subject to continued employment, as follows: 36,804 shares vest on August 29, 2016, 12,156 shares vest on August 30, 2016, 21,256 shares vest on August 31, 2016, 22,235 shares vest on February 28, 2017, 6,279 shares vest on May 15, 2017, 7,352 shares vest on August 29, 2017, 12,157 shares vest on August 30, 2017, 7,400 shares vest on August 31, 2017, 12,901 shares vest on February 28, 2018, 5,503 shares vest on August 29, 2018, 4,671 shares vest on August 30, 2018, 7,400 shares vest on August 31, 2018, 7,398 shares vest on February 28, 2019, 7,400 shares vest on August 31, 2019, 1,654 shares vest on February 29, 2020, and 1,655 shares vest on August 31, 2020.
- Held through "contrat d'assurance vie," a form of life insurance program, where the reporting person maintains investment control over the Microsoft shares held in the program. Beneficiaries of the program include the reporting person's children. The reporting person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein.
- Held through "contrat de capitalisation," a form of life insurance program for the benefit of the reporting person's two children, or inheritor, where the reporting person maintains investment control over the Microsoft shares held in the program. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or any other purpose.

**Remarks:**

Keith R. Dolliver, Attorney-in-fact for Jean-Philippe Courtois 07/15/2016

\*\* 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 5 (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.

July 7, 2016

Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

Re: Microsoft Corporation - Power of Attorney

To whom it may concern:

This will confirm that I have granted each of the individuals listed below the authority to, on my behalf, execute and file the Form ID and Form ID Confirming Statement, if applicable, Initial Statement of Beneficial Ownership of Securities (Form 3), the Statement of Changes in Beneficial Ownership of Securities (Form 4) and the Annual Statement of Changes in Beneficial Ownership (Form 5), in connection with transactions in Microsoft Corporation securities, as my Attorney-In-Fact. Such power of attorney shall remain in full force and effect until either (i) I am no longer subject to the reporting requirements under Section 16 of the Securities Act of 1933, as amended or (ii) I have provided you with written notice withdrawing this authority.

The individuals who are authorized to act as my Attorney-In-Fact under this Power of Attorney are as follows:

Keith R. Dolliver  
Peter A. Kraus  
Christyne Mayberry  
Ben O. Orndorff  
John A. Seethoff

This Power of Attorney is effective immediately upon filing with the Securities Exchange Commission and for purposes of my future Form 4 and Form 5 filings relating to Microsoft securities and transactions.

Sincerely,

/s/ Jean-Philippe Courtois

Jean-Philippe Courtois