| SEC F | orm 4 |
|-------|-------|
|-------|-------|

 $\square$ 

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OMB APPROVAL             |     |  |  |  |  |  |  |  |
|--------------------------|-----|--|--|--|--|--|--|--|
| OMB Number: 3235-0287    |     |  |  |  |  |  |  |  |
| Estimated average burden |     |  |  |  |  |  |  |  |
| hours per response:      | 0.5 |  |  |  |  |  |  |  |

| 1. Name and Address of Reporting Person <sup>*</sup><br>Capossela Christopher C |             |            | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>MICROSOFT CORP</u> [ MSFT ] |       | ationship of Reporting Pe<br>k all applicable)<br>Director | 10% Owner                |
|---|-------------|------------|--|-------|--|--------------------------|
|   |             |            |  | X     | Officer (give title<br>below)                              | Other (specify<br>below) |
| (Last)  | (First)     | (Middle)   | 3. Date of Earliest Transaction (Month/Day/Year)                                     |       | EVP, Chief Marke   | ,                        |
| C/O MICROS  | SOFT CORPOR | RATION     | 03/08/2019   |       | E v r, Chiel Mark  | ening Officer            |
| ONE MICRO   | SOFT WAY    |            |  |       |  |                          |
|   |             |            | 4. If Amendment, Date of Original Filed (Month/Day/Year)                             |       | vidual or Joint/Group Fili                                 | ng (Check Applicable     |
| (Street)  |             |            |  | Line) |  |                          |
| REDMOND   | WA          | 98052-6399 |  | X     | Form filed by One Re                                       | porting Person           |
|   | ***1        |            | _  |       | Form filed by More th<br>Person                            | an One Reporting         |
| (City)  | (State)     | (Zip)      |  |       |  |                          |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and 5) |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |          |
|---------------------------------|--|---|------------------------------|---|--|---------------|---|---|---|----------|
|                                 |  |   | Code                         | v | Amount   | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)                                |   | (1150.4) |
| Common Stock                    | 03/08/2019                                 |   | S                            |   | 5,000  | D             | \$110.4617(1)   | 156,866   | D   |          |
| Common Stock                    | 03/11/2019                                 |   | S                            |   | 5,500  | D             | \$112.4062 <sup>(2)</sup>   | 151,366   | D   |          |

 

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of Expirat |     | Expiration Da       | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |       | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |  | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|------------|-----|---------------------|--|-------|---|--|--|--|--|
|   |   |  |   | Code                         | v | (A)        | (D) | Date<br>Exercisable | Expiration<br>Date   | Title | Amount<br>or<br>Number<br>of<br>Shares  |  |  |  |  |

#### Explanation of Responses:

1. This transaction was executed in multiple trades at prices ranging from \$110.461 to \$110.465. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares and prices at which the transactions were effected.

2. This transaction was executed in multiple trades at prices ranging from \$112.3239 to \$112.51. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares and prices at which the transactions were effected.

### **Remarks:**

<u>Ann Habernigg, Attorney-in-</u> <u>Fact for Christopher C.</u> <u>Capossela</u>

<u>03/11/2019</u>

\*\* 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.