FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

1. Name and Address of Reporting Person* GATES WILLIAM H III					2. Issuer Name and Ticker or Trading Symbol MICROSOFT CORP [MSFT]									all app	olicable)	Person(s) to Issuer 10% Owner	
) (First) (Middle) E MICROSOFT WAY					3. Date of Earliest Transaction (Month/Day/Year) 05/01/2009												(specify)
eet) EDMOND WA 98052 ty) (State) (Zip)				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)									idual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			
	Tabl	eI-	Non-Deriv	/ativ	e Sec	uritie	s Ac	quir	red, C	Disposed o	of, or E	Benefic	ially	Owne	ed		
Da			Date	Executi ear) if any		ion Date,		Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			5) Secur Benef Owne		ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								ode	v	Amount	(A) or (D)	Price		Transa	ction(s)		(11150.4)
Common Stock 05/01/20				09)			S		3,000,000	D	\$19.99	89(1)	748,	134,134 ⁽²⁾	D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
2. Conversion or Exercise Price of Derivative Security	n Date (Month/Day/Year) Execution Date, if any (Month/Day/Year)		Code 8)	(Instr.	of Of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration		Amount or				derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Finch CROSOFT ND War (St. Stock 2. Conversion or Exercise Price of Derivative	(First) (CROSOFT WAY ND WA (State) (Table Security (Instr. 3) Stock 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle CROSOFT WAY ND WA 9805. (State) (Zip) Table I - Security (Instr. 3) Stock Table 2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) 3. Transaction Exercise (Month/Day/Year) In the security of the securit	(First) (Middle) CROSOFT WAY ND WA 98052 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transaction Date (Month/Day/N Table II - Derivat (e.g., p Conversion or Exercise Price of Derivative (Month/Day/Year) 2. (Month/Day/Year)	(First) (Middle) CROSOFT WAY ND WA 98052 (State) (Zip) Table I - Non-Derivative (Month/Day/Year) Stock Table II - Derivative (e.g., puts, If any (Month/Day/Year) 2. Transaction Date (e.g., puts, If any (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year)	(First) (Middle) (First) (Middle) (Rosoft WAY 3. Date of 05/01/20 4. If Amendation Amendation (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Table II - Derivative Security (e.g., puts, calls, and calls, calls, and code (Instr. 8) 2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) 3. Date of 05/01/20 4. If Amendation Date (e.g., puts, calls, and calls, an	(First) (Middle) CROSOFT WAY Table I - Non-Derivative Securities (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr. 2. Transaction Date (e.g., puts, calls, warr. (Month/Day/Year) 3. Date of Earlies 05/01/2009 4. If Amendment, (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr. 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. 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If Amendment, Date of Orivative Securities Acquired (B) (Month/Day/Year) Table II - Derivative Securities Acquired (B) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date (Month/Day/Year) Date (A) or Disposed of (D) (Instr. 3, 4 and 5)	(First) (Middle) (First) (Middle) (Ricrosoft Corp [Microsoft Corp [Mic	MICROSOFT CORP MSFT	MICROSOFT CORP MSFT	MICROSOFT CORP [MSFT]	(Check X (First) (Middle) CROSOFT WAY 3. Date of Earliest Transaction (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year) (Month/Day/Year) Stock Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Or Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Or Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Or Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Or Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Or Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Or Code (Instr. 8) Amount of Securities Security (Instr. 3, 4 and 5) Date Beneficially Or Code (Instr. 8) Amount of Securities Securities Securities Securities Securities Securities Securities Security Security (Instr. 3, 4 and 5) Date Beneficially Or Code (Instr. 8) Amount of Securities Securities Securities Securities Securities Security (Instr. 3, 4 and 5) Date Beneficially Or Code (Instr. 8) Amount of Securities Securities Securities Securities Security (Instr. 3, 4 and 5) Amount of Securities Securities Security (Instr. 3, 4 and 5)	MICROSOFT CORP MSFT MSFT Check all app X Direct	MICROSOFT CORP MSFT MSFT Check all applicable) X Director Officer (give title below) OS/01/2009 Securities Acquired, Disposed of, or Beneficially Owned Form filed by More Person Code (Instr. 8) Stock O5/01/2009 Securities Acquired, Disposed of, or Beneficially Owned Form filed by One Form filed by More Person Securities Acquired, Disposed of, or Beneficially Owned Form filed by More Person Securities Acquired, Disposed of, or Beneficially Owned Form filed by More Person Stock O5/01/2009 Securities Acquired, Disposed of, or Beneficially Owned Form filed by More Person Securities Acquired, Disposed of, or Beneficially Owned Form filed by More Person Securities Acquired (A) or Code (Instr. 8) Securities Securiti	MICROSOFT CORP [MSFT]

Explanation of Responses:

- 1. This transaction was executed in multiple trades at prices ranging from \$19.88 to \$20.24. 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. In addition, there are 424,816 shares owned by the reporting person's spouse. 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 for any other purposes.

Remarks:

(a) Duly authorized under Special Limited Power of Attorney filed on April 15, 2009 as Exhibit No. 99.2 to Amendment No. 1 of Cascade Investment, L.L.C.'s Schedule 13D with respect to Otter Tail

/s/ Alan Heuberger, Attorney-In-Fact for William H Gates III 05/05/2009 (a)

** 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.