FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

wasnington,	D.C.	20549	

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

							. ,												
1. Name and Address of Reporting Person*						2. Issuer Name and Ticker or Trading Symbol MICROSOFT CORP [ MSFT ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
SMITH BRADFORD L										,					Direc	ctor	10%	Owner	
					3 D	2 Date of Forlings Transportion (Month/Dou/Mont)								$\dashv$	X Office below		er (give title v)	Othe belov	r (specify v)
(Last)	`	,	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 08/31/2010										Senior Vice President			
C/O MIC	ROSOFT (	CORPORATION			00/	00/31/2010													
ONE MI	CROSOFT	WAY																	
					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6	. Individ	dual o	r Joint/Group	Filing (Check	Applicable
(Ctroot)							,		Ü		`	•	,	L	ine)			•	
(Street)	NID 147	۸ .	00050 60	00											X	Form	n filed by One	e Reporting Pe	rson
REDMO	ND W	A S	98052-63	99												Form	n filed by Mor	re than One Re	porting
					-											Pers			. 0
(City)	(St	ate) (	Zip)																
		Tabl	e I - Noi	n-Deriv	ative	Se	curitie	s Acc	uired,	Dis	posed o	f, oı	r Ben	efici	ally O	wne	ed		
1. Title of S	Security (Inst	r. 3)		2. Transa	action	ction 2A. Deemed			3.	3. 4. Securities Acquired (A)				(A) or	or 5. Am		ount of	6. Ownership	7. Nature
	, ,	,		Date (Month/D	Dov/Voo		Execution Date,				Disposed 5)	Of (D	) (Instr.	3, 4 aı			ties cially	Form: Direct (D) or Indirect	of Indirect Beneficial
				(INIOIIII)L			f any (Month/Day/Year)							Own		d Following	(I) (Instr. 4)	Ownership	
										(A) or			Repo		ted action(s)		(Instr. 4)		
									Code	٧	Amount		(A) or (D)	Price		(Instr. 3 and 4)			
Common Stock 08/31/2					/2010				F		27,378	8 D \$23		3.64 302,343		02,343	D		
		Ta	hla II - I	Derivat	ivo S	0011	ritios	۸caui	ired D	ienc	sed of,	or B	2anafi	ciall	· · ·	ned			<u>'</u>
		10									onvertib				y Ow	iicu			
1. Title of	2.	3. Transaction	3A. Deem		4.		5. Number		6. Date Exercisable and			7. Title and			8. Price of		9. Number o		11. Nature
Derivative Security	Conversion or Exercise	Date (Month/Day/Year)	Execution Dat if any (Month/Day/Ye	Date,	Date, Transac				Expiration Date Amount of (Month/Day/Year) Securities				Derivative Security		derivative Securities		of Indirect Beneficial		
(Instr. 3)	Price of	(montanbay/real)			8)			Securities		,, c	,,	Underlying			(Instr. 5)		Beneficially	Direct (D)	Ownership
Derivative						(A) Dis		Acquired (A) or Disposed					Derivative Security (Instr. : and 4)		3		Owned Following	or Indirect (I) (Instr. 4)	(Instr. 4)
					Reported												1'''	1	
					of (D) (Instr										Transaction(s)	(s)	1		
						and 5)					l				(		1		
				1									Am	ount					
											or								
									Date		Expiration				Nur	nber			
						v	(A)		Exercisa		Date	Title		ares				- 1	1

**Explanation of Responses:** 

Remarks:

Keith R. Dolliver, Attorney-in-Fact for Bradford L. Smith

09/01/2010

\*\* 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.