FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D C	20540
vvasiliigtoii,	D.C.	20049

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average b	urden								
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

1. Name and Address of Reporting Person* PRITZKER PENNY S				2. Issuer Name and Ticker or Trading Symbol MICROSOFT CORP [MSFT]								5. Relationship of Reporting Person(s) to Iss (Check all applicable)							
					-								-	X		-		10% Ow	/ner
(Last)	(Fi	rst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 01/31/2024									Officer below)	(give title	Other (specify below)		pecify
C/O MIC	CROSOFT (CORPORATION	1		4	f Ame	ndment i	Date o	f Original	Filed	(Month/Da	v/Year)		6 Ind	ividual or I	oint/Group	Filing	(Check Ann	olicable
ONE MICROSOFT WAY			7. '	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)							
0112111	01100011	******												X	Form fi	led by One	Repo	rting Persor	1
(Street)	ND W		00052 (20	.0											Form fi Person		e than	One Repor	ting
REDMO	ND W	A	98052-639	9	<u></u>	_	401.5	4 ()	_										
					- KI	Rule 10b5-1(c) Transaction Indication													
(City)	(St	tate)	(Zip)		1,	Chor	ık thia hav	to indi	anto that a t	ronoo	otion was m	odo purou	ant to a	oontro	ot inotructio	o or writton	nlan th	at is intended	
					\sqcup				defense co							i oi wiilleii	pian ui	at is interided	110
		Tab	le I - Non	-Deriv	vativ	e Se	curities	s Ac	quired,	Disp	osed o	f, or Be	nefic	ially	Owned				
1. Title of S	Security (Inst	r. 3)		2. Trans	saction	action 2A. Deemed 3. 4. Securities Acquired (A						A) or 5. Amount of					7. Nature		
Date (Month/D				/Day/Va		Execution Date, if any (Month/Day/Year)		Code (Instr. 5)		d Of (D) (Instr. 3, 4		and Securitie Benefici					of Indirect Beneficial		
				, Day, I						"	"			Owned F	Following	(I) (Instr. 4)	str. 4)	Ownership	
								a . l.,			(A) (r		Reported Transact			- 1	(Instr. 4)	
								Code	٧	Amount	(D)	" Price		(Instr. 3 a					
Common Stock														12,000			I	By Trust	
		1	Table II - D						,	•	,			•	Owned				
			(e.g., p	puts,	call	s, warr	ants	, option	s, c	onvertil	ble sec	uritie	s)					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date Month/Day/Year) Month/Day/Year) A Deemed Execution I if any (Month/Day		Date, Transaction Code (Instr.		n of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou of Securities Underlying Derivative Securi (Instr. 3 and 4)		rity	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactie (Instr. 4)	Owne Form Ily Direct or Ind (I) (Ins	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
													Amo	unt					
								Ш		_			Num	ber					
					Code	v	(A)	(D)	Date Exercisab		xpiration ate	Title	of Shar	es					
Restricted Stock Units	(1)	01/31/2024			A		242.09		(2)	1	(2)	Common Stock	242	.09	\$0	12,054.	56	D	

Explanation of Responses:

- 1. Each restricted stock unit represents a contingent right to receive one share of Microsoft common stock.
- 2. The restricted stock units are fully vested. Delivery of the shares to the reporting person will be made 30 days after the date of the reporting person's separation from service to the Board of Directors.

Ann Habernigg, Attorney-infact for Penny S. Pritzker

02/01/2024

** 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.