

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported) June 2, 2022

Microsoft Corporation

Washington
(State or Other Jurisdiction
of Incorporation)

001-37845
(Commission
File Number)

91-1144442
(IRS Employer
Identification No.)

One Microsoft Way, Redmond, Washington

98052-6399

(425) 882-8080
www.microsoft.com/investor

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol	Name of exchange on which registered
Common stock, \$0.00000625 par value per share	MSFT	NASDAQ
3.125% Notes due 2028	MSFT	NASDAQ
2.625% Notes due 2033	MSFT	NASDAQ

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01. Regulation FD Disclosure

On June 2, 2022, Microsoft Corporation updated our guidance for the quarter ending June 30, 2022 due to unfavorable foreign exchange rate movement in the quarter through May. A slide deck with our revised guidance is furnished as Exhibit 99.1 to this report.

This Form 8-K contains forward-looking statements, which are any predictions, projections or other statements about future events based on current expectations and assumptions that are subject to risks and uncertainties, which are described in our filings with the Securities and Exchange Commission. Forward-looking statements speak only as of the date they are made. Readers are cautioned not to put undue reliance on forward-looking statements, and Microsoft undertakes no duty to update any forward-looking statement to conform the statement to actual results or changes in the company's expectations.

In accordance with General Instruction B.2 of Form 8-K, the information in this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits:

99.1 [Slide deck with updated quarterly guidance](#)
104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MICROSOFT CORPORATION
(Registrant)

Date: June 2, 2022

/s/ ALICE L. JOLLA
Alice L. Jolla
Corporate Vice President and Chief Accounting
Officer



FY22 Q4 FX Update Through May

June 2, 2022

This presentation contains forward-looking statements, which are any predictions, projections, or other statements about future events. These statements are based on current expectations and assumptions that are subject to risks and uncertainties. Actual results could materially differ because of factors discussed in the Risk Factors section and other sections of our Form 10-K, Forms 10-Q, and other reports and filings with the Securities and Exchange Commission. We do not undertake any duty to update forward-looking statements.

FY22 Q4 FX Update Through May

(\$ in billions, except per share amounts)	FY22 Q4				
	Guidance Range		Additional FX Impact	Revised Guidance Range	
	Low	High		Low	High
Productivity and Business Processes	\$16.65	\$16.90	\$(0.17)	\$16.48	\$16.73
Intelligent Cloud	\$21.10	\$21.35	\$(0.18)	\$20.92	\$21.17
More Personal Computing	\$14.65	\$14.95	\$(0.11)	\$14.54	\$14.84
Revenue*	\$52.40	\$53.20	\$(0.46)	\$51.94	\$52.74
Cost of revenue	\$16.60	\$16.80	\$(0.10)	\$16.50	\$16.70
Gross margin*	\$35.80	\$36.40	\$(0.36)	\$35.45	\$36.05
Operating expenses	\$14.90	\$14.80	\$(0.06)	\$14.84	\$14.74
Operating income*	\$20.90	\$21.60	\$(0.30)	\$20.60	\$21.30
Net income*	\$17.10	\$17.67	\$(0.25)	\$16.85	\$17.43
Diluted earnings per share*	\$2.28	\$2.35	\$(0.03)	\$2.24	\$2.32

* Calculated as no explicit guidance provided.

Microsoft is providing the above table to help investors understand the impact of unfavorable foreign exchange rate movement in the fourth quarter of fiscal year 2022 since the forward-looking guidance provided on April 26, 2022. The additional FX impact is calculated through May 31, 2022, actual results for the full quarter may vary based on FX rate movement through June 30, 2022. Numbers may not foot due to rounding.

