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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
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

OWR APPRC	IVAL
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>HASTINGS REED</u>		Person*	2. Issuer Name and Ticker or Trading Symbol <u>MICROSOFT CORP</u> [MSFT]		ationship of Reporting P (all applicable) Director	erson(s) to Issuer 10% Owner
1	st) (First) (Middle) O NETFLIX, INC.) WINCHESTER CIRCLE		3. Date of Earliest Transaction (Month/Day/Year) 07/22/2008		Officer (give title below)	Other (specify below)
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filing (Check Applicable	
(Street) LOS GATOS	CA	95032		X	Form filed by One Re Form filed by More th Person	
(City)	(State)	(Zip)				

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

Table 1 Non Derivative Occurrices Acquired, Disposed of, of Derivitiany Office											
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	07/22/2008		Р		23,700	A	\$25.54	123,700	D		
Common Stock	07/22/2008		Р		2,000	A	\$25.55	125,700	D		
Common Stock	07/22/2008		Р		10,200	A	\$25.56	135,900	D		
Common Stock	07/22/2008		Р		1,000	A	\$25.59	136,900	D		
Common Stock	07/22/2008		Р		40,100	A	\$25.6	177,000	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls	, warrants, options,	convertible securities)
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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deriv Secur Acqu (A) or Dispo of (D) (Instr	5. Number of Expiration Date Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		iration Date Amount of		mount of eccurities Inderlying verivative eccurity (Instr. 3)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

Remarks:

Keith R. Dolliver, Attorney-in-07/22/2008

fact for Reed Hastings

** 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.