

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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* <u>DelBene Kurt D</u> (Last) (First) (Middle) C/O MICROSOFT CORPORATION ONE MICROSOFT WAY (Street) REDMOND WA 98052-6399 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 09/28/2010	3. Issuer Name and Ticker or Trading Symbol (Check all applicable) <u>MICROSOFT CORP [MSFT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President, Office Division	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	115,161 ⁽¹⁾	D	
Common Stock	4,282	I	By Spouse IRA

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Employee Stock Option (Right to Buy) No. 0285355	02/20/2005	02/20/2011	Common Stock 111,111	25.1438	D	
Employee Stock Option (Right to Buy) No. 0285356	02/20/2006	02/20/2011	Common Stock 61,111	25.1438	D	
Employee Stock Option (Right to Buy) No. 364231	07/31/2007	07/31/2012	Common Stock 77,778	21.591	D	

Explanation of Responses:

1. Includes an aggregate of 110,644 shares represented by stock awards that vest, subject to continued employment, as follows: 3,665 shares vest on August 29, 2011, 44,085 shares vest on August 31, 2011, 3,664 shares vest on August 29, 2012, 31,872 shares vest on August 31, 2012, 3,665 shares vest on August 29, 2013, 18,419 shares vest on August 31, 2013, and 5,274 shares vest on August 31, 2014.

Remarks:

Keith R. Dolliver, Attorney-in-fact for Kurt D. DelBene 10/06/2010

** 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 5 (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.

October 1, 2010

Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Re: Microsoft Corporation - Power of Attorney

To whom it may concern:

This will confirm that I have granted each of the individuals listed below the authority to, on my behalf, execute and file the Form ID, Form ID Confirming Statement

The individuals who are authorized to act as my Attorney-In-Fact under this Power of Attorney are as follows:

Keith R. Dolliver
Peter A. Kraus
Christyne Mayberry
Ben O. Orndorff
John A. Seethoff
Bradford L. Smith

This Power of Attorney is effective immediately upon filing with the Securities Exchange Commission and for purposes of my future Form 4 and Form 5 filings relating

Sincerely,

/s/ Kurt D. DelBene
Kurt D. DelBene