## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| l | OMB APPROVAL             |     |  |  |  |  |  |  |  |  |  |  |
|---|--------------------------|-----|--|--|--|--|--|--|--|--|--|--|
|   | OMB Number: 3235-0287    |     |  |  |  |  |  |  |  |  |  |  |
|   | Estimated average burden |     |  |  |  |  |  |  |  |  |  |  |
| l | 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).

## 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

| 1. Name and Addr   | 1 0     |                    | 2. Issuer Name and Ticker or Trading Symbol<br><u>MICROSOFT CORP</u> [ MSFT ] |   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                       |  |  |  |
|--|---------|--------------------|---|---|--|-----------------------|--|--|--|
| WARRIOR PADMASREE  |         |                    |   | X   | Director   | 10% Owner             |  |  |  |
| (Last)<br>C/O MICROSO  |         | (Middle)<br>RATION | 3. Date of Earliest Transaction (Month/Day/Year)<br>09/10/2020                |   | Officer (give title below)   | Other (specify below) |  |  |  |
| ONE MICROSOFT WAY  |         |                    | 4. If Amendment, Date of Original Filed (Month/Day/Year)                      | 6. Individual or Joint/Group Filing (Check Applicable Line) |  |                       |  |  |  |
| (Street)   |         |                    |   | X   | Form filed by One Re   | porting Person        |  |  |  |
| REDMOND  | WA      | 98052-6399         | _   |   | Form filed by More th<br>Person  | an One Reporting      |  |  |  |
| (City)   | (State) | (Zip)              |   |   |  |                       |  |  |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |         |                    |   |   |  |                       |  |  |  |

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   | 4. Securities<br>Disposed Of<br>5) |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|-----------------------------|---|------------------------------------|---------------|-------|---|---|---|
|                                 |  |   | Code                        | v | Amount                             | (A) or<br>(D) | Price | Transaction(s)<br>(Instr. 3 and 4)  |   | (mou. 4)  |
| Common Stock                    |  |   |                             |   |                                    |               |       | 11,231  | D   |   |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Number<br>of<br>Berivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5)<br>6. Date Exercisable an<br>(Month/Day/Year)<br>6. Date Exercisable an<br>(Month/Day/Year)<br>(Month/Day/Year)<br>6. Date Exercisable an<br>(Month/Day/Year)<br>6. Date Exercisable an |     | ate                 | d 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                 | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|---|--|---|------------------------------|---|---|-----|---------------------|--|-----------------|---|--|--|--|--|
|   |   |  |   | Code                         | v | (A)   | (D) | Date<br>Exercisable | Expiration<br>Date   | Title           | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |
| Restricted<br>Stock<br>Units                        | (1)   | 09/10/2020                                 |   | Α                            |   | 8 <sup>(2)</sup>  |     | (3)                 | (3)  | Common<br>Stock | 8   | \$ <mark>0</mark>  | 3,487  | D  |  |

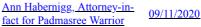
## Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of Microsoft common stock.

2. Dividend equivalent rights accrue when and as dividends are paid on the Company's common stock and become exercisable proportionately with the restricted stock units to which they relate.

3. The restricted stock units are fully vested. Delivery of the shares to the reporting person will be made thirty days after the date of the reporting person's separation from service to the Board of Directors.

Remarks:



\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\star}$  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.