FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: December 31. Expires: Estimated average burden hours per response:

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OMB APPROVAL

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

City (State) (Zip) (State) (Zip)																					
Class (First (Middle) 2. Date of Earliest Transaction (Month/Day/Year) 2. Date of Earliest Transaction (Month/Day/Year) 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Orcup Filing (Check Applicable Units) 7. Date of Earliest Transaction (Month/Day/Year) 6. Individual or Joint/Orcup Filing (Check Applicable Units) 7. Date of Earliest Transaction (Month/Day/Year) 6. Individual or Joint/Orcup Filing (Check Applicable Units) 7. Date of Earliest Transaction (Month/Day/Year) 6. Date of Earliest Transaction (Month/Day/Year) 6. Date of Earliest Transaction (Month/Day/Year) 6. Date of Earliest Transaction (Month/Day/Year) 7. Date of Earliest Transaction (M																					
Carry Carr	BALLI	MER STE	VEN A			171	MICROSOFT CORE [MISET]									X Director		tor	10%	Owner	
Chief Executive Officer Chief								3. Date of Earliest Transaction (Month/Dav/Year)													
Celly California Californ	(Last) (First) (Middle)						` ' '											,		′	
City	(Street)							4. If Amendment, Date of Original Filed (Month/Day/Year)													
Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						-										-,	Form	filed by One	ne Reporting Person		
2. Transaction (Month/Day/Year) 2. T	(City) (State) (Zip)																		e than One Re	porting	
Date Month/Day/Year) Execution Date, Transaction Disposed of (D) (instr. 3, 4 and 4) Disposed of (D) (instr. 4) Disposed of (D) (in	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
Code V Amount (A) or Price Reported Repor	Date						r) Ex	Execution Date, if any		Transaction Code (Instr.		Disposed Of (D) (Instr. 3, 4				and Sec Ben		ies cially	Form: Direct (D) or Indirect	of Indirect Beneficial	
Common Stock									.,,		v	Amount		(A) or (D)	Price	— R Ti	eporte ansa	ed ction(s)	(,,(,		
Common Stock	Common Stock 05/2									S ⁽¹⁾		14,445		D	24.7	74	420,313,695		D		
Common Stock	Common Stock 05/									S ⁽¹⁾		33,628		D	24.7	24.75 42		280,067	D		
Common Stock	Common Stock 05					05/28/2003						217,287		D	24.7	24.76 42		062,780	D		
Common Stock 05/28/2003 S(1) 97,420 D 24.79 419,828,572 D	Common Stock 05/2					/2003				S ⁽¹⁾		74,897		D	24.7	77	419,987,883		D		
Common Stock	Common Stock 05					05/28/2003						61,891		D	24.7	78	419,925,992		D		
Common Stock 05/28/2003 S(1) 45,374 D 24.81 419,664,512 D	Common Stock					05/28/2003						97,420		D	24.7	24.79 419		828,572	D		
Common Stock 05/28/2003 S(1) 45,374 D 24.82 419,619,138 D	Common Stock				05/28/2003					S ⁽¹⁾		106,27	5	D	24.8 4		419,722,296		D		
Common Stock	Common Stock 05/2)5/28/2003				_		57,784		D	24.81		419,664,512		D		
Common Stock O5/28/2003 Start ansaction or Exercise Price of Derivative Security (Instr. 3) Amount of Derivative Securities Acquired (Instr. 4) Date Stock O5/28/2003 Start ansaction Of Derivative Securities Acquired (Instr. 3) Amount or Disposed of (Instr. 4) Amount or Disposed of (Instr. 4) Amount or Derivative Securities Securities Acquired (Instr. 4) Amount or Date Or Date Or Date (Instr. 4) Amount or Date Or Da	Common Stock 05/28,					3/2003				S ⁽¹⁾		45,374		D	24.8	24.82 41		619,138	D		
Common Stock 05/28/2003 S(1) 5,200 D 24.85 419,539,622 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Securities Price of Derivative Securities (Month/Day/Year) (Instr. 3) Amount or Disposed of Colo (Instr. 3, 4 and 5) Amount or Date (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Expiration Amount or Number of Ownership Security (Instr. 3) Amount or Number of Ownership Security (Instr. 4) Date Expiration Date Expiration Date Security (Instr. 4)	Common Stock 05/2					15/28/2003						32,474		D	24.8	24.83		586,664	D		
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(e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 1. Title of Derivative Security (Instr. 3) 2. Conversion Oate (Month/Day/Year) 2. Conversion Oate (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Date (Month/Day/Year) 5. Number of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security (Instr. 3) 8. Price of Derivative Security (Instr. 5) Cownership Form: Disposed of (D) or Indirect (I) (Instr. 4) (Instr. 4) Amount or Number of derivative Security (Instr. 3) And 4) Amount or Number of Month/Day/Year) Amount or Number of Derivative Security (Instr. 4) Amount or Number of Month/Day/Year) Amount or Number of Derivative Security (Instr. 4) Amount or Number of Month/Day/Year) Amount or Number of Derivative Security (Instr. 4) Amount or Number of Month/Day/Year) Amount or Number of Month/Day/Year) Amount or Number of Derivative Security (Instr. 4) Amount or Number of Month/Day/Year) Amount or Number																			D		
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						Code	v	(A)	(D)				Title	or Num of	ber						

Explanation of Responses:

- 1. This sale was effected pursuant to a 10b5-1 sales plan adopted by the reporting person.
- 2. This Form 4 is the second of two forms to report all May 28, 2003 transactions for the reporting person.

John A. Seethoff, Attorney-in-Fact for Steven A. Ballmer

05/29/2003

** 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.