## FORM 5

Form 3 Holdings Reported.

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5           |
| obligations may continue. See          |
| Instruction 1/h)                       |

# ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

| OMB APPR                 | OVAL      |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|
| OMB Number:              | 3235-0362 |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |
| hours per response:      | 1.0       |  |  |  |  |  |  |

| Form 4 Transactions Reported.  Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  or Section 30(h) of the Investment Company Act of 1940 |  |   |   |  |   |  |  |  |   |   |  |  |  |   |  |  |  |
|---|--|---|---|--|---|--|--|--|---|---|--|--|--|---|--|--|--|
| Name and Address of Reporting Person*     Shum Heung-Yeung  |  |   |   | 2. Issuer Name and Ticker or Trading Symbol MICROSOFT CORP [ MSFT ]  |   |  |  |  |   | Chec  | ck all app<br>Direct<br>Office   | applicable)<br>rector  |  | 10%<br>Othe   | Owner<br>er (specify   |  |  |
| (Last) (First) (Middle) C/O MICROSOFT CORPORATION ONE MICROSOFT WAY   |  |   |   | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 06/30/2014  |   |  |  |  |   | Year)   | EVP, Technology and Research   |  |  |   |  |  |  |
| (Street) REDMOND WA 98052-6399 (City) (State) (Zip)   |  |   |   | 4. If Amendment, Date of Original Filed (Month/Day/Year)   |   |  |  |  |   |   | 6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |   |  |  |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  |  |   |   |  |   |  |  |  |   |   |  |  |  |   |  |  |  |
| Date<br>(Month/Day/Year)  |  |   | if any Code   |  | Transa<br>Code  |  | ction Of (D) (Instr. 3, 4 and 5)   |  |   | or Disposed   | Securit<br>Benefic   |  | es<br>ally   | 6.<br>Ownership<br>Form: Direct<br>(D) or   |  | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership  |  |
|   |  |   |   | ,  |   |  | Amount   |  | (A) or<br>(D)   | Price   | Issuer's   |  | Fiscal Indi  |   | ect (I)  | (Instr. 4)   |  |
| Common Stock  |  |   |   |  |   |  |  |  |   |   | 684,646 <sup>(1)</sup>   |  |  | D   |  |  |  |
| Common Stock  |  |   |   |  |   |  |  |  |   |   | 1,643  |  | I  | By 401(k)   |  |  |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)                  |  |   |   |  |   |  |  |  |   |   |  |  |  |   |  |  |  |
| 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>Transaction<br>Code (Instr.<br>8)   | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)   |   |  | expiration Date Month/Day/Year)  Date Expiration   |  | Amount of Securities Underlying Derivative Security (Instr. and 4)  Amour or Numbe of |   | nt<br>er   |  |  |   | Form:<br>Direct (D)<br>or Indirec  | Beneficial<br>Ownership<br>(Instr. 4)  |  |
|   | d Address of Fleung-Yet  (Fir: CROSOFT CONCROSOFT CONCR | d Address of Reporting Person*  Heung-Yeung  (First) (NO CROSOFT CORPORATION CROSOFT WAY  ND WA 9  (State) (ZO Table Price of Derivative (Month/Day/Year) | Transactions Reported.  d Address of Reporting Person*  Heung-Yeung  (First) (Middle)  RROSOFT CORPORATION  CROSOFT WAY  ND WA 98052-6399  (State) (Zip)  Table I - Non-Derive (Month/Day/Year)  Stock  Table II - Derivat (e.g., pto Conversion or Exercise Price of Derivative (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Exercise Price of Derivative (Month/Day/Year) | Table I - Non-Derivative Security (Instr. 3)  Table II - Derivative Security (Month/Day/Year)  Stock  Table II - Derivative Security (e.g., puts, calls, price of Derivative Security (Month/Day/Year)  2. Issuer N MICR( MICR | Table I - Non-Derivative Securities  Stock  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  2. Issuer Name a MICROSO  MICROSOFT WAY  3. Statement for 06/30/2014  4. If Amendment Amendment (Month/Day/Year)  Table I - Non-Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  2. Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warr (Month/Day/Year)  3. Transaction Date (if any (Month/Day/Year)  3. Transaction Date (Instr. Security (Month/Day/Year)  3. Transaction Date (Instr. Security (Month/Day/Year) | Table I - Non-Derivative Securities Action Date (Month/Day/Year)  Table II - Derivative Securities Acqueeg., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acqueeg., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acqueeg., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acqueeg., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acqueeg., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acqueeg., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acqueeg., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acqueeg., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acqueeg., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acqueeg., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acqueeg., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acqueeg., puts, calls, warrants, (Month/Day/Year) | Table I - Non-Derivative Securities Acquired (Nonth/Day/Year)  Stock  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optin or Exercise Price of Derivative Security  2. Transaction Date (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  2. Transaction Date (Nonth/Day/Year)  3. Statement for Issuer's Fisca 06/30/2014  3. Statement, Date of Original Condition of Date (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date (D) (Instr. 3, 4 and 5)  Date (D) (Instr. 3, 4 and 5) | Transactions Reported.  d Address of Reporting Person*  Heung-Yeung  (First) (Middle)  CROSOFT CORPORATION  CROSOFT WAY  Table I - Non-Derivative Securities Acquired, Disperivative (Month/Day/Year)  Conversion or Exercise Price of Derivative Security  2. Transaction Date (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired, Disperivative Securities Acquired, Disperivative Securities Acquired, Disperivative Securities Acquired, Disperivative Securities Acquired (A) or Disposed of (D) (Instr. 8)  2. Conversion or Exercise Price of Derivative Securities Acquired (Month/Day/Year)  Stock  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8)  3. Transaction Code (Instr. 8)  4. Security (Month/Day/Year)  Conversion Operivative Securities Acquired (A) or Disposed of (D) (Instr. 8)  2. Conversion Date (Month/Day/Year)  Conversion Operivative Securities Acquired (A) or Disposed of (D) (Instr. 8)  Date Execution Date (A) or Disposed of (D) (Instr. 8)  Date Date Securities Acquired (A) or Disposed of (D) (Instr. 8)  Date Date Securities Acquired (A) or Disposed of (D) (Instr. 8)  Date Date Securities Acquired (A) or Disposed of (D) (Instr. 8)  Date Date Securities Acquired (A) or Disposed of (D) (Instr. 8)  Date Securities Acquired (A) or Disposed of (D) (Instr. 8)  Date Securities Acquired (A) or Disposed of (D) (Instr. 8) | Transactions Reported.   Or Section 30(h) of the investment Company Act               | Transaction   Section   30(h) of the Investment Company Act of 194/ | Transaction   Reporting Person'  | d Address of Reporting Person'   Address of Reporting Person'   2. Issuer Name and Ticker or Trading Symbol   MICROSOFT CORP [ MSFT ]   5. Re (Ched MICROSOFT CORP [ MSFT ]   7. | d Address of Reporting Person*    Comparison   Comparation   Comparation | Address of Reporting Person'   Address of Reporting Person' | Address of Reporting Person*    Address of Reporting Person* | Address of Reporting Person' Jeung-Yeung  (First) (Middle) (ROSOFT CORP [MSFT]  Seliationship of Reporting Person(s) to (Check all applicable)  (Rist) (Middle) (ROSOFT CORP [MSFT]  Seliationship of Reporting Person(s) to (Check all applicable)  ( |  |

#### **Explanation of Responses:**

1. Includes 243 shares acquired on June 30, 2014 under the Microsoft employee stock purchase plan.

## Remarks:

Keith R. Dolliver, Attorney-infact for Heung-Yeung Shum

\*\* 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.