FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | |
| Estimated average burden | | | | | | | | | |
| hours ner resnonse. | 0.5 | | | | | | | | |

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

| 1. Name and Address of Reporting Person* PETERSON SANDRA E | | | | | | 2. Issuer Name and Ticker or Trading Symbol MICROSOFT CORP [MSFT] | | | | | | | | (Ch | 5. Relationship of Reportin (Check all applicable) X Director | | | ng Person(s) to Issuer 10% Owner | | |
|--|--|------------|--|---------------------|-----------------|---|-------------------------------------|--|--|---|--------------------|--|----------------|--|---|---|---|--|---------------------------------------|--|
| (Last) | ` | irst) | (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/11/2021 | | | | | | | | | Officer (give title below) | | | specify | | |
| ONE MICROSOFT WAY | | | | | 4. If | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| (Street) REDMOND WA 98056 | | | | | | | | | | | | Line | | | | | | | | |
| (City) | (S | tate) | (Zip) | | | | | | | | | | | | | | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transa Date (Month/D. | | | | | Execution Date, | | Transaction Dispose Code (Instr. 5) | | | rities Acquired (A) or ed Of (D) (Instr. 3, 4 ar | | | Benefici | s Form Illy (D) o ollowing (I) (Ir | | n: Direct r Indirect sstr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | | | | | | | | v | Amount | (A) (D) | or | Price | Transac (Instr. 3 | tion(s) | | | (111501. 4) | |
| Common Stock | | | | | | | | | | | | | | 5, | ,400 | | 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) | erivative Conversion Date curity or Exercise (Month/Da | | 3A. Deemed Execution D if any (Month/Day/ | Date, Trans Code | | | of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amount of Securities Underlying Derivative Securi (Instr. 3 and 4) | | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4) | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | | Date Exercisa | | Expiration Date | Title | or Nu of | ımber | | | | | | |
| Restricted Stock Units | (1) | 03/11/2021 | | | A | | 44 ⁽²⁾ | | (3) | | (3) | Commo Stock | 1 | 44 | \$0 | 19,047 ⁽ | (4) | 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.
- 4. Includes one share as a result of accumulated fractional shares.

Ann Habernigg, Attorney-infact for Sandra E. Peterson

03/12/2021

** 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.