FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Washington, D.C. 20049

STATEMENT	OF (CHANGES	IN RENE	FICΙΔΙ	OWNERS	ΗΙΡ
STATEMENT	OF (SHANGES		FICIAL	OWNERS	ПІГ

l	OMB APPRO	VAL
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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

(Street) REDMOND WA 98052-6399 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) Table I - Derivative Securities Acquired (Month/Day/Year) Table II - Derivative Securities Acquired (Month/Day/Yea	1. Name and Address of Reporting Person* BROD FRANK H					2. Issuer Name and Ticker or Trading Symbol MICROSOFT CORP [MSFT]								(Check all ap		olicable)		ssuer Owner (specify		
City	C/O MICROSOFT CORPORATION						` ' '								X	belov	v) ``	below)	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Deemed Execution Date, (Month/Day/Year) 2. Deemed Execution Date, (Month/Day/Year) 3. Transaction Date (Instr. 3) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Deneficially Owned Following Reported Transaction(S) (Instr. 4) 7. Nature of Disposed Of (D) (Instr. 3, 4 and 4) 8. Price of Derivative Securities Date (Month/Day/Year) 8. Price of Derivative Securities Derivative Securities Date (Month/Day/Year) 8. Price of Derivative Securities Derivative Securities Derivative Securities Securities Date (Month/Day/Year) 8. Price of Derivative Securities Derivative Securities Derivative Securities Derivative Securities Coveners Derivative Securities Direct (D) or Indirect (D) or Indir	(Street)				99	4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								X Form filed by One Reporting Person Form filed by More than One Reporting					
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Transaction Disposed Of (D) (Instr. 3, 4 and 5) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported Transaction(S) (Instr. 4) 7. Nature of Disposed Of (D) (Instr. 3, 4 and 4) 8. Price of Derivative Securities 9. Number of Derivative Securities 9. Number of Derivative Securities 9. Number of Derivative Securities 1. Title of Derivative Securities 1. Transaction Date (Month/Day/Year) 1. Title of Derivative Securities 1. Transaction Date (Month/Day/Year) 1. Nature of Disposed Of (D) (Instr. 3, 4 and 4 or Derivative Securities 1. Transaction Date (Indirect (D) or Indirect (D) or Indi	(City)	(St	ate) (2	Zip)																
Date (Month/Day/Year) Date	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Common Stock Code V Amount (A) or (D) Price Transaction(s) (Instr. 3 and 4) 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) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 3) Once Conversion or Exercise Price of Derivative Security (Instr. 4) Once Conversion or Exercise Price of Derivative Security (Instr. 4) Once Conversion or Exercise Price of Derivative Security (Instr. 4) Once Conversion or Exercise Price of Derivative Security (Instr. 4) Once Conversion or Exercise Price of Derivative Security (Instr. 4) Once Conversion or Exercise Price of Derivative Security (Instr. 4) Once Conversion or Exercise Price of Derivative Security (Instr. 4) Once Conversion or Exercise Price of Derivative Security (Instr. 4) Once Conversion or Exercise Price of Derivative Security (Instr. 4) Once Conversion or Exercise Price of Derivative Security (Instr. 4) Once Conversion or Exercise Price of D	Date						Execution Date, ay/Year) if any		Transaction Disposed Of (Code (Instr. 5)						4 and Secu Bend Own		ties cially d Following	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership	
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) 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 or Exercise Price of Derivative Security (Instr. 3) 3. Transaction Date Execution Date, if any (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. Number of Oberivative Securities (Month/Day/Year) 5. Number of Derivative Security (Instr. 3) 8. Price of Derivative Security (Instr. 5) 9. Number of derivative Security (Instr. 5) Ownership Form: Direct (D) Owned Following Reported Transaction(s) (Instr. 4) (Instr. 4) Amount or											v	Amount			Price	Tran		action(s)		(111501.4)
1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security (Security Security Securities Security Security Security Security Security Security Security Security Security Secur	Common Stock 05/02					2/2011				F		649		D	\$25.92		109,929		D	
Derivative Security (Instr. 3) Instruction Security (Instr. 3) I																				
	Derivative Security	rative conversion or Exercise (Month/Day/Year) 2. 3) Price of Derivative Derivative (Month/Day/Year)		Transa Code (ansaction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date (Month/Day/Year)			Amount of Securities Underlying Derivative Security (Instr. and 4)		ount	Derivative Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported Transaction	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			

Explanation of Responses:

Remarks:

Keith R. Dolliver, Attorney-infact for Frank H. Brod

05/03/2011

** 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.