FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSH	IP O	V

l	OMB APPRO	VAL			
	OMB Number:	3235-0287			
l	Estimated average burd	en			
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).

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* WARRIOR PADMASREE						2. Issuer Name <b>and</b> Ticker or Trading Symbol  MICROSOFT CORP [ MSFT ]										5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
WARRION PADMASKEE																X Direc	tor		10% O	wner
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year)										Office belov	er (give title v)		Other (: below)	specify
C/O MICROSOFT CORPORATION					12/	12/03/2019														
ONE MICROSOFT WAY					<u> </u>															
					4. If	f Ame	ndmen	t, Date	of Ori	riginal F	iled	(Month/D		6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)															-"	,	filed by One	e Rep	orting Perso	on
REDMOND WA 98052-639			9												Form filed by More than One Reporting Person				orting	
(City)	(Si	tate) (	(Zip)																	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3)  2. Transa Date (Month/D						ar) l	2A. Deemed Execution Date if any (Month/Day/Yea		Code (Instr.							Benefic Owned	ies cially Following	Forn (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership
									c	Code	v	Amoun	nt (A) or (D)		Price		ed ction(s) 3 and 4)			(Instr. 4)
Common Stock 12/03/					/2019			A		335 <sup>(1)</sup> A		\$0	10,432			D				
		Т	able II - D	Derivati e.g., pu												/ Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date, Transact Code (In:					6. Date Exercisal Expiration Date (Month/Day/Year)			Amount of			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exerc	: rcisable	Ex	piration te	Title	O N O	lumber					
Restricted Stock	(2)	12/03/2019			A		104			(3)		(3)	Comm		104	\$0	3,196 <sup>(4</sup>	-)	D	

## **Explanation of Responses:**

- 1. Represents stock award which is fully vested on the date of grant.
- 2. Each restricted stock unit represents a contingent right to receive one share of Microsoft common stock.
- 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 1 share as a result of accumulated fractional shares.

## Remarks:

<u>Ann Habernigg, Attorney-in-</u> <u>fact for Padmasree Warrior</u>

12/04/2019

\*\* 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.