SEC Form 3

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0104
Estimated average burden	
hours per response:	0.5

1. Name and Address of Reporting Person[*] Hood Amy	2. Date of Event Requiring Statement (Month/Day/Year) 05/08/2013	3. Issuer Name **and** Ticker or Trading Symbol MICROSOFT CORP [MSFT]

(Last) (First) (Middle) C/O MICROSOFT CORPORATION ONE MICROSOFT WAY

(Street) REDMOND WA 98052-6399

(City) (State) (Zip)

4. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Director	10% Owner
X Officer (give title below)	Other (specify below)
Chief Financial Officer	

5. 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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	152,121[1]	D	

Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

1. Includes an aggregate of 140,812 shares represented by stock awards that vest, subject to continued employment, as follows: 45,454 shares vest on October 26, 2013, 3,518 shares vest on December 19, 2013, 4,024 shares vest on December 21, 2013, 2,332 shares vest on April 25, 2014, 37,450 shares vest on October 26, 2014, 4,025 shares vest on December 21, 2014, 2,332 shares vest on April 25, 2015, 26,184 shares vest on October 26, 2015, 2,332 shares vest on April 25, 2016, 9,608 shares vest on October 26, 2016, and 3,553 shares vest on October 26, 2017.

Remarks:

Keith R. Dolliver, Attorney-in-Fact for Amy E. Hood   05/17/2013
** 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 5 (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.

May 10, 2013

Securities and Exchange Commission

100 F Street, N.E.

Washington, D.C. 20549

Re: Microsoft Corporation - Power of Attorney

To whom it may concern:

This will confirm that I have granted each of the individuals listed below the authority to, on my behalf, execute and file the Form ID, Form ID Confirming Statement

The individuals who are authorized to act as my Attorney-In-Fact under this Power of Attorney are as follows:

Keith R. Dolliver

Peter A. Kraus

Christyne Mayberry

Ben O. Orndorff

John A. Seethoff

Bradford L. Smith

This Power of Attorney is effective immediately upon filing with the Securities Exchange Commission and for purposes of my future Form 4 and Form 5 filings relating

Sincerely,

/s/ Amy Hood

Amy Hood