UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No. __)

Filed by the Registrant ⊠	
Filed by a Party other than	$^{\scriptscriptstyle ext{l}}$ the Registrant $^{\scriptscriptstyle ext{l}}$

Check the appropriate box:

ш	Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

Microsoft Corporation

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

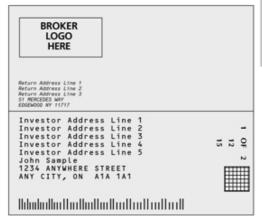
- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.
 - Title of each class of securities to which transaction applies:
 - Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filling fee is calculated and state how it
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
 - Amount Previously Paid:
 - Form, Schedule or Registration Statement No.: (2)
 - (3) Filing Party:
 - Date Filed: (4)

Persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

*** Exercise Your Right to Vote ***

Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to Be Held on November 16, 2010

MICROSOFT CORPORATION



Meeting Information

Meeting Type: Annual Meeting For holders as of: September 03, 2010

Date: November 16, 2010 Time: 8:00 AM PST

Location: Meydenbauer Center 11100 NE 6th Street Bellevue, WA 98004

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

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How to Access the Proxy Materials Proxy Materials Available to VIEW or RECEIVE:

I. Annual Report 2. Notice & Proxy Statement

How to View Online:

Have the information that is printed in the box marked by the arrow $\rightarrow \boxed{xxxxxxxxxxxxx}$ (located on the following page) and visit: www.proxyvote.com.

Before You Vote -

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

1) BY INTERNET: www.proxyvote.com 2) BY TELEPHONE: 1-800-579-1639

sendmaterial@proxyvote.com 3) BY E-MAIL*:

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow $\rightarrow \boxed{\text{xxxxxxxxxxxxx}}$ (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before November 02, 2010 to facilitate timely delivery.

How To Vote -

Please Choose One of the Following Voting Methods

Vote In Person: If you choose to vote these shares in person at the meeting, you must request a "legal proxy." To do so, please follow the instructions at www.proxyvote.com or request a paper copy of the materials, which will contain the appropriate instructions. Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance.

Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow \rightarrow $\boxed{\times \times \times \times \times \times \times \times \times}$ available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a voting instruction form.

Internal Use Only

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Voting items

Voting items
The Board of Directors recommends you vote FOR the following proposal(s):

- Election of Directors
 Nominees
 Steven A. Ballmer

- 03 William H. Gates III
- 04 Raymond V. Gilmartin
- 05 Reed Hastings
- 06 Maria M. Klawe
- 07 David F. Marquardt
- 08 Charles H. Noski
- 09 Helmut Panke

The Board of Directors recommends you vote FOR the following proposal(s):

10 Ratification of the Selection of Deloitte & Touche LLP as the Company's Independent Auditor

The Board of Directors recommends you vote AGAINST the following proposal(s):

11 Shareholder Proposal - Establishment of a Board Committee on Environmental Sustainability



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NOTE: Such other business as may properly come before the meeting or any adjournment thereof.

Voting Instructions

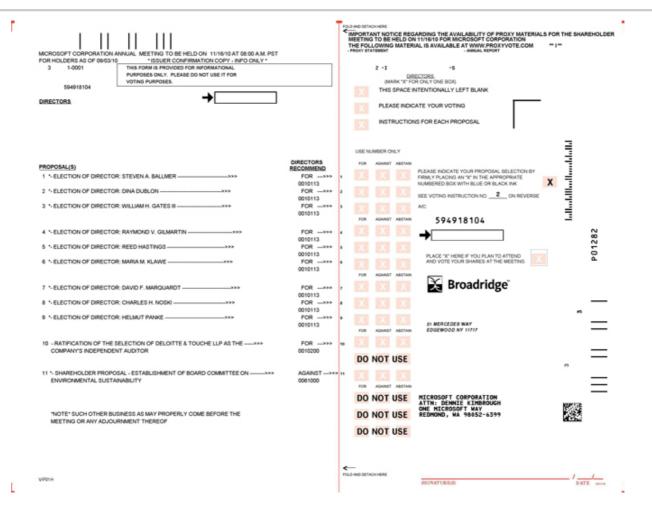
THIS SPACE RESERVED FOR LANGUAGE PERTAINING TO BANKS AND BROKERS AS REQUIRED BY THE NEW YORK STOCK EXCHANGE

THIS SPACE RESERVED FOR SIGNATURES IF APPLICABLE

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Box 9138

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PLEASE NOTE THAT UNDER A RULE AMENDMENT ADOPTED
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IF YOUR SECURITIES ARE HELD BY A BANK, YOUR SECURITIES CANNOT BE VOTED WITHOUT YOUR SPECIFIC INSTRUCTIONS.

IN ORDER FOR YOUR SECURITIES TO BE REPRESENTED AT THE MEETING ON ONE OR MORE MATTERS BEFORE THE MEETING, IT WILL BE NECESSARY FOR US TO HAVE YOUR SPECIFIC VOTING

IF YOUR SECURITIES ARE HELD BY A BANK, YOUR SECURITIES CANNOT BE VOTED WITHOUT YOUR SPECIFIC INSTRUCTIONS.

IN ORDER FOR YOUR SECURITIES TO BE REPRESENTED AT THE MEETING, IT WILL BE NECESSARY FOR US TO HAVE YOUR SPECIFIC VOTING INSTRUCTIONS.

INSTRUCTION 4

INSTRUCTION 4
WE HAVE PREVIOUSLY SENT YOU PRONY SOLICITING
MATERIAL REGIONING TO THE MEETING OF SHAREHOLDERS
OF THE COMPANY DISOCRATED. ACCORDING TO OUR LATEST
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THESE MATERIALS ARE BEING SENT AT NO COST TO YOU.



To be held on:

November 16, 2010 at 8:00 a.m.

Meydenbauer Center, 11100 NE 6th Street, Bellevue, WA 98004

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				COMPANY NUMBER
				ACCOUNT NUMBER
				CONTROL NUMBER
		•		nplete proxy materials that are available to you on the Internet. We ation contained in the proxy materials before voting.
you want t	o receive a paper	or e-mail copy of the proxy mate	eria	ils you must request one. There is no charge to you for requesting a istructed below before 11/2/2010.
VIEW PRO	ry .			
		k.c	com/ProxyServices/Microsoft, where the following materials are	
		· Notice of Annual Meeting of Sh	are	holders
		Proxy Statement		
		Form of Electronic Proxy Card Annual Report		
REQUEST	PAPER OR			
ECTRONIC I	PROXY MATERIALS:	E-MAIL: info@amstock.com		1-776-9962) or 1-718-921-8562 (for international callers)
				om/ProxyServices/RequestMaterialMicrosoft
			rvo	roxy card, please visit www.voteproxy.com up until 11:59 PM Eastern Time g date.
		IN PERSON: You may vote you	r sh	nares in person by attending the Annual Meeting.
		TELEPHONE: To vote by telep view the materials and to obtain		ne, please visit http://www.amstock.com/ProxyServices/Microsoft to toll free number to call.
		MAIL: You may request a proxy	car	d by following the instructions above.
Election of directors (The Board recommends a vote FOR each of the following nominees):		10	Ratification of the Selection of Deloitte & Touche LLP as the Company's Independent Auditor (The Board recommends a vote FOR this proposal)	
NOMINEES: 1. Steven 2. Dina D 3. William	Steven A. Ballme	,	11	Shareholder Proposal - Establishment of Board Committee on Environmenta Sustainability
	Dina Dublon William H. Gates Raymond V. Gilm	III		(The Board recommends a vote AGAINST this proposal)
	 Reed Hastings Maria Klawe 			
	7. David F. Marquar	dt		
	8. Charles H. Noski			
	9. Helmut Panke			

Please note that you cannot use this notice to vote by mail.