

MICROSOFT CORP
Form 3
July 15, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person 2. Date of Event
* Requiring Statement
Â COURTOIS JEAN PHILIPPE (Month/Day/Year)
(Last) (First) (Middle) 07/07/2016

3. Issuer Name and Ticker or Trading Symbol
MICROSOFT CORP [MSFT]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

C/O MICROSOFT
CORPORATION,Â ONE
MICROSOFT WAY
(Street)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Executive Vice President

REDMOND,Â WAÂ 98052-6399
(City) (State) (Zip)

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	411,620 ⁽¹⁾	D	Â
Common Stock	197,883	I	Held through "contrat d'assurance vie" ⁽²⁾
Common Stock	59,699	I	Held through "contrat d'assurance vie" ⁽²⁾
Common Stock	16,400	I	Held through "contrat de capitalisation" ⁽³⁾
Common Stock	16,400	I	Held through "contrat de capitalisation" ⁽³⁾
Common Stock	16,400	I	Held through "contrat de capitalisation" ⁽³⁾

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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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 of Derivative Security: 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	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COURTOIS JEAN PHILIPPE C/O MICROSOFT CORPORATION ONE MICROSOFT WAY REDMOND, WA 98052-6399	Â	Â	Â Executive Vice President	Â

Signatures

Keith R. Dolliver, Attorney-in-fact for Jean-Philippe
Courtois

07/15/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Includes an aggregate of 174,221 shares represented by stock awards that vest, subject to continued employment, as follows: 36,804 shares vest on August 29, 2016, 12,156 shares vest on August 30, 2016, 21,256 shares vest on August 31, 2016, 22,235 shares vest on February 28, 2017, 6,279 shares vest on May 15, 2017, 7,352 shares vest on August 29, 2017, 12,157 shares vest on August 30, 2017, 7,400 shares vest on August 31, 2017, 12,901 shares vest on February 28, 2018, 5,503 shares vest on August 29, 2018, 4,671 shares vest on August 30, 2018, 7,400 shares vest on August 31, 2018, 7,398 shares vest on February 28, 2019, 7,400 shares vest on August 31, 2019, 1,654 shares vest on February 29, 2020, and 1,655 shares vest on August 31, 2020.

(2) Held through "contrat d'assurance vie," a form of life insurance program, where the reporting person maintains investment control over the Microsoft shares held in the program. Beneficiaries of the program include the reporting person's children. The reporting person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein.

(3) Held through "contrat de capitalisation," a form of life insurance program for the benefit of the reporting person's two children, or inheritor, where the reporting person maintains investment control over the Microsoft shares held in the program. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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