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MICROSOFT CORP

Form 3/A

November 13, 2014

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person 2. Date of Event

2. Date of Event Requiring Statement 3. Issuer Name **and** Ticker or Trading Symbol MICROSOFT CORP [MSFT]

SCHARF CHARLES W

(Month/Day/Year)

10/01/2014

4. Relationship of Reporting

5. If Amendment, Date Original

(Last) (First)

(Middle)

(Zip)

Person(s) to Issuer

Filed(Month/Day/Year)

10/03/2014

C/O MICROSOFT CORPORATION, ONE MICROSOFT WAY

(Street)

__X__Director _____10% Owner ____Officer ____Other (give title below) (specify below)

(Check all applicable)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Person

____ Form filed by More than One Reporting Person

REDMOND, WAÂ 98052-6399

(City) (State)

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)

Common Stock

2. Amount of Securities Beneficially Owned (Instr. 4) 3. Ownership Form:

4. Nature of Indirect Beneficial Ownership

Direction or In

Form: (Instr. 5) Direct (D)

or Indirect
(I)
(Instr. 5)

3,112 D Â

Common Stock 525 I By Trust

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

SEC 1473 (7-02)

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 control number.

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

4. 5. Conversion Ownership or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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Date Expiration Title Amount or Exercisable Date Shares Price of Derivative Security:

Output

Date Expiration Title Amount or Number of Shares

Output

Amount or Number of Shares

Output

Derivative Security:

Direct (D)

or Indirect

(I)

(Instr. 5)

Reporting Owners

Relationships

SCHARF CHARLES W
C/O MICROSOFT CORPORATION
ONE MICROSOFT WAY
REDMOND, WAÂ 98052-6399

Signatures

Keith R. Dolliver, Attorney-in-fact for Charles W. Scharf

**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).

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

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