### SHIRLEY JON A Form 4

November 16, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

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Check this box

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

obligations

(Print or Type Responses)

1. Name and Address of Reporting Person \* SHIRLEY JON A

2. Issuer Name and Ticker or Trading Symbol

MICROSOFT CORP [MSFT]

5. Relationship of Reporting Person(s) to

Issuer

(First) (Middle) (Last)

3. Date of Earliest Transaction

X\_ Director 10% Owner

Other (specify

Limited Partnership

(9-02)

(Check all applicable)

ONE MICROSOFT WAY

11/14/2005

(Month/Day/Year)

below) 6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Officer (give title

Person

(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

REDMOND, WA 98052-6399

(State)

(Zip)

(City)

Stock

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of	2. Transaction Date	3. 4. Securities Acquired (A)				5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transaction Disposed of (D)			Securities	Ownership	Indirect	
(Instr. 3)		any	Code (Instr. 3, 4 and 5)			Beneficially	Form:	Beneficial	
		(Month/Day/Year)	(Instr. 8)		or Disposed of (D) (Instr. 3, 4 and 5)  (A) or		Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(		Reported	(I)	
							Transaction(s)	(Instr. 4)	
			Code V	Amount		Price	(Instr. 3 and 4)		
			Code v	Amount	(D)	Price			
Common							2,030,894	D	
Stock							2,050,05	2	
									C1 : 1
									Shirley
Common	11/14/2005		S	1 129 040	D	(1)	0	т	Family
Stook	11/14/2003		3	1,120,940	ע	(1)	U	1	Limited

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

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### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or Number		
						Exercisable	Date	Title Number of			
				C + V	(A) (D)						
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

SHIRLEY JON A ONE MICROSOFT WAY X REDMOND, WA 98052-6399

# **Signatures**

Keith R. Dolliver, Attorney-in-Fact for Jon A. 11/16/2005 Shirley

> \*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- 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).

The reporting person sold 100% of the general partnership interest of the Shirley Family Limited Partnership (SFLP), which is deemed to (1) be a transfer of the beneficial ownership of the securities held by the SFLP and indirectly by the reporting person. The consideration paid

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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