

Satterwhite Johnny Earl
 Form 4/A
 June 14, 2011

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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

(Print or Type Responses)

| | | | | |
|--|---------|----------|--|---|
| 1. Name and Address of Reporting Person * Satterwhite Johnny Earl | | | 2. Issuer Name and Ticker or Trading Symbol MICROSOFT CORP [MSFT] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 10/15/2000 | |
| 4100 GUS DRIVE (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) 06/14/2011 | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | |
| KILLEEN, TX 76549 | | | | |

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V Amount (A) or (D) Price | 5. Amount of Securities Beneficially Owned Following Report Transaction(s) (Instr. 3 and 4) |
|------------------------------------|---|---|-----------------------------------|---|--|
| CLASS-A-COMMON STOCK | 06/14/2011 | 06/14/2011 | F | 999,999,999,999 A \$ 999,999,999,999 | 999,999,999,999 |

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

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. SEC 1474 (9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable or Expiration Date (Month/Day/Year) |
|---|--|---|-----------------------------------|---------------------|--|--|
|---|--|---|-----------------------------------|---------------------|--|--|

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| | | (Month/Day/Year) | (Instr. 8) | (Instr. 3, 4, and 5) | | Date Exercisable | E |
|----------------------|--------------------|------------------|------------|----------------------|-----------------|------------------|---|
| | | | | Code | V (A) | | |
| CLASS-A-COMMON STOCK | \$ 999,999,999,999 | 06/14/2011 | 06/14/2011 | F | 999,999,999,999 | 06/14/2011 | 0 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Satterwhite Johnny Earl 4100 GUS DRIVE KILLEEN, TX 76549 | | X | | |

Signatures

| | |
|--|---------------------|
| JOHNNY EARL SATTERWHITE | 06/14/2011 |
| <small>**Signature of Reporting Person</small> | <small>Date</small> |

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).

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.