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MICROSOFT CORP

Form 4

November 26, 2002

FORM 4

_ Check this box if no longer subject to Section

obligations may continue.

16. Form 4 or Form 5

See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and Ado Bach, Robert Jo			me and Tic		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) One Microsoft	of Repo	orting	ntification g Person, (voluntary)	Numb	Mor	tatement for nth/Day/Year 15/02	Director 10% Owner X Officer (give	Director 10% Owner X Officer (give title below) Other (specify below) Senior Vice		
Redmond, WA					Date	Amendment, e of Original onth/Day/Year)	7. Individual or (Check Applical X Form filed by Person	One Reporting More than One		
(City)	1	Sable	e I Non-I	Deriva	sposed of, or Beneficially Owned					
	action Date	2A. Deemed Execution Date, if any (Month/Day/	3. Transaction Code (Instr. 8)		4. Securities Acquired or Disposed of (D) (Instr. 3, 4 & 5)			Securities Beneficially Owned Follow-	6. Owner-ship Form: Direct (D) or Indirect (I)	
	,	Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)	(Instr. 4)	(Instr. 4)
Common Stock	11/25/02		M		35,000	A	\$11.31			
Common Stock	11/25/02		S		100	D	\$58.23	3		
Common Stock	11/25/02		S		620	D	\$58.24	1		
Common Stock	11/25/02		S		2,280	D	\$58.25	5		
Common Stock	11/25/02		S		1,000	D	\$58.27	7		
Common Stock	11/25/02		S		2,000	D	\$58.29			
Common Stock	11/25/02		S		3,000	D	\$58.30			
Common Stock	11/25/02		S		100	D	\$58.33	3		

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11/25/02	S	2,500	D	\$58.34			
11/25/02	S	1,000	D	\$58.35			
11/25/02	S	2,400	D	\$58.36			
11/25/02	S	2,000	D	\$58.38			
11/25/02	s	2,000	D	\$58.40			
11/25/02	S	1,700	D	\$58.42			
11/25/02	S	1,300	D	\$58.43			
11/25/02	S	3,000	D	\$58.45			
11/25/02	S	2,000	D	\$58.50			
11/25/02	S	3,000	D	\$58.55			
11/25/02	S	5,000	D	\$58.62	991	D	
	11/25/02 11/25/02 11/25/02 11/25/02 11/25/02 11/25/02 11/25/02 11/25/02	11/25/02 S 11/25/02 S	11/25/02 S 1,000 11/25/02 S 2,400 11/25/02 S 2,000 11/25/02 S 2,000 11/25/02 S 1,700 11/25/02 S 1,300 11/25/02 S 3,000 11/25/02 S 3,000 11/25/02 S 3,000	11/25/02 S 1,000 D 11/25/02 S 2,400 D 11/25/02 S 2,000 D 11/25/02 S 2,000 D 11/25/02 S 1,700 D 11/25/02 S 1,300 D 11/25/02 S 3,000 D 11/25/02 S 3,000 D 11/25/02 S 3,000 D	11/25/02 S 1,000 D \$58.35 11/25/02 S 2,400 D \$58.36 11/25/02 S 2,000 D \$58.38 11/25/02 S 2,000 D \$58.40 11/25/02 S 1,700 D \$58.42 11/25/02 S 1,300 D \$58.43 11/25/02 S 3,000 D \$58.45 11/25/02 S 2,000 D \$58.50 11/25/02 S 3,000 D \$58.55	11/25/02 S 1,000 D \$58.35 11/25/02 S 2,400 D \$58.36 11/25/02 S 2,000 D \$58.38 11/25/02 S 2,000 D \$58.40 11/25/02 S 1,700 D \$58.42 11/25/02 S 1,300 D \$58.43 11/25/02 S 3,000 D \$58.45 11/25/02 S 2,000 D \$58.50 11/25/02 S 3,000 D \$58.55	11/25/02 S 1,000 D \$58.35 11/25/02 S 2,400 D \$58.36 11/25/02 S 2,000 D \$58.38 11/25/02 S 2,000 D \$58.40 11/25/02 S 1,700 D \$58.42 11/25/02 S 1,300 D \$58.43 11/25/02 S 3,000 D \$58.45 11/25/02 S 2,000 D \$58.50 11/25/02 S 3,000 D \$58.55

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

			0/1											
1. Title of	2. Conver-	3. Trans-	3A.	4.	5. N	umber	6. Date Exerc	7. Title and		8. Price of	9. Number of	10.	11. Natu	
Derivative	sion or	action	Deemed	Trans-	of		and Expiratio	n	Amount of		Derivative	Derivative	Owner-	of Indire
Security	Exercise	Date	Execution	action	Der	ivative	Date		Underlying		Security	Securities	ship	Beneficia
	Price of		Date,	Code	Sec	urities	(Month/Day/		Securities		(Instr. 5)	Beneficially	Form	Ownersh
(Instr. 3)	Derivative	(Month/	if any		Acq	uired	Year)		(Instr. 3 & 4)			Owned	of Deriv-	(Instr. 4)
	Security	Day/	(Month/	(Instr.	(A)	or			i i			Following	ative	
		Year)	Day/	8)	Dis	osed						Reported	Security:	
			Year)		of (D)						Transaction(s)	Direct	
												(Instr. 4)	(D)	
					(Ins	tr. 3, 4						(1115011 1)	or	
					& 5)							Indirect	
				Code V	+		Date	Expira-	Title	Amount	1		(I)	
				Code	(A)			tion	Title	or			(Instr. 4)	
							Exci-cisable	Date		Number				
								Date		of				
										Shares				
Employee	¢11 21	11/25/02		М	+	25 000	07/31/99	07/21/05	Common			191,480	D	
Employee	\$11.31	11/25/02		IVI		35,000	07/31/99	07/31/05		35,000		191,480	ע	
stock									stock					
option														
(Right to														
Buy)														

Explanation of Responses:

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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By: /s/ Keith R. Dolliver

11/26/2002

Keith R. Dolliver, Attorney-in-Fact for Robert J. Date

Rach

**Signature of Reporting Person

**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.

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