

COURTOIS JEAN PHILIPPE

Form 4

November 29, 2002

**FORM 4**UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION

Washington, D.C. 20549

OMB APPROVAL

☐ 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**

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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

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|                                          |                                      |                                                    |                                                                                       |                                                                 |            |        |                                                                                                                                                                    |                                                          |                                   |
|------------------------------------------|--------------------------------------|----------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------|------------|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| 1. Name and Address of Reporting Person* |                                      |                                                    | 2. Issuer Name and Ticker or Trading Symbol                                           |                                                                 |            |        | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)                                                                                            |                                                          |                                   |
| <b>Courtois, Jean-Philippe</b>           |                                      |                                                    | <b>Microsoft Corporation (MSFT)</b>                                                   |                                                                 |            |        | <input type="checkbox"/> Director<br><input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below)<br>Other (specify below) |                                                          |                                   |
| (Last) (First) (Middle)                  |                                      |                                                    | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)         |                                                                 |            |        | 4. Statement for Month/Day/Year                                                                                                                                    |                                                          |                                   |
| <b>One Microsoft Way</b>                 |                                      |                                                    |                                                                                       |                                                                 |            |        | <b>11/26/02</b>                                                                                                                                                    |                                                          |                                   |
| (Street)                                 |                                      |                                                    | 5. If Amendment, Date of Original (Month/Day/Year)                                    |                                                                 |            |        | 7. Individual or Joint/Group Filing (Check Applicable Line)                                                                                                        |                                                          |                                   |
| <b>Redmond, WA 98052</b>                 |                                      |                                                    |                                                                                       |                                                                 |            |        | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                    |                                                          |                                   |
| (City) (State) (Zip)                     |                                      |                                                    | <b>Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |                                                                 |            |        |                                                                                                                                                                    |                                                          |                                   |
| 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 & 5) |            |        | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 & 4)                                                                        | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|                                          |                                      |                                                    | Code V                                                                                | Amount                                                          | (A) or (D) | Price  |                                                                                                                                                                    |                                                          |                                   |
| Common Stock                             | 11/26/2002                           |                                                    | M                                                                                     | 20,000                                                          | A          | \$4.91 | 208,356                                                                                                                                                            | D                                                        |                                   |
| Common Stock                             |                                      |                                                    |                                                                                       |                                                                 |            |        | 33,333                                                                                                                                                             | I <sup>(1)</sup>                                         | Held by minor child               |
| Common Stock                             |                                      |                                                    |                                                                                       |                                                                 |            |        | 33,333                                                                                                                                                             | I <sup>(2)</sup>                                         | Held by minor child               |
| Common Stock                             |                                      |                                                    |                                                                                       |                                                                 |            |        | 33,333                                                                                                                                                             | I <sup>(3)</sup>                                         | Held by minor child               |

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

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

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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)

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| 1. Title of<br>Derivative<br>Security<br><br>(Instr. 3)     | 2. Conversion or<br>Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br><br>(Month/<br>Day/<br>Year) | 3A. Deemed<br>Execution<br>Date,<br>if any<br>(Month/<br>Day/<br>Year) | 4. Transaction<br>Code<br><br>(Instr. 8) |   |     |               | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br><br>(Instr. 3, 4<br>& 5) |                         | 6. Date Exercisable<br>and Expiration<br>Date<br>(Month/Day/<br>Year) |                                        | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 & 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10. Owner-<br>ship<br>Form<br>of Deriv-<br>ative<br>Security:<br>Direct<br>(D)<br>or<br>Indirect<br>(I)<br>(Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|-------------------------------------------------------------|--------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------------------------------|------------------------------------------|---|-----|---------------|---------------------------------------------------------------------------------------------------------------------|-------------------------|-----------------------------------------------------------------------|----------------------------------------|-------------------------------------------------------------------------|--|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|
|                                                             |                                                                    |                                                        |                                                                        | Code                                     | V | (A) | (D)           | Date<br>Exer-cisable                                                                                                | Expira-<br>tion<br>Date | Title                                                                 | Amount<br>or<br>Number<br>of<br>Shares |                                                                         |  |                                                     |                                                                                                                            |                                                                                                                       |                                                                    |
| <b>Employee<br/>stock<br/>option<br/>(Right to<br/>Buy)</b> | <b>\$4.91</b>                                                      | <b>11/26/02</b>                                        |                                                                        | <b>M</b>                                 |   |     | <b>20,000</b> | <b>08/17/96</b>                                                                                                     | <b>02/17/04</b>         | <b>Common<br/>stock</b>                                               | <b>20,000</b>                          |                                                                         |  |                                                     | <b>180,000</b>                                                                                                             | <b>D</b>                                                                                                              |                                                                    |

**Explanation of Responses:**

- (1) 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 for any other purpose.
- (2) 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 for any other purpose.
- (3) 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 for any other purpose.

By: /s/ **Keith R. Dolliver**

**11/27/2002**

**Keith R. Dolliver, Attorney-in-Fact for Jean-Philippe**

Date

**Courtois**

**\*\*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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