

***C/O PROXY SERVICES***

***P.O. BOX 9163***

***FARMINGDALE, NY 11735***

**SCAN TO**

******VIEW MATERIALS & VOTE**

**VOTE BY INTERNET**

*Before The Meeting* - Go to **www.proxyvote.com** or scan the QR code above

Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 p.m. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you access the website and follow the instructions to obtain your records and to create an electronic voting instruction form.

*During The Meeting* - Go to **microsoft.onlineshareholdermeeting.com**

You may attend the Meeting via the Internet and vote during the Meeting. Have the information that is printed in the box marked by the arrow available and follow the instructions.

**VOTE BY PHONE - 1-800-690-6903**

Use any touch-tone telephone to transmit your voting instructions up until 11:59 p.m. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you call and then follow the instructions.

**VOTE BY MAIL**

Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided or return it to Vote Processing, c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717.

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:

E32557-TBD KEEP THIS PORTION FOR YOUR RECORDS

**THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.** DETACH AND RETURN THIS PORTION ONLY

|  |  |  |  |
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| **MICROSOFT CORPORATION** |  |  |  |
|  |  |
| **The Board of Directors recommends a vote "FOR" EACH OF THE FOLLOWING NOMINEES, "FOR" PROPOSAL 2, "1 YEAR" ON PROPOSAL 3, "FOR" PROPOSAL 4, "FOR" PROPOSAL 5, and "FOR" PROPOSAL 6.** |  |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 1. Election of Directors: (The Board recommends a vote FOR each nominee) | **For** | **Against** | **Abstain** |  |
| 01.02.03.04.05.06.07.08.09.10.11. | William H. Gates lllReid G. HoffmanHugh F. JohnstonTeri L. List-StollSatya NadellaCharles H. NoskiHelmut PankeSandra E. PetersonPenny S. PritzkerCharles W. ScharfArne M. Sorenson |  |  |  |  |  |  |  | **For** | **Against** | **Abstain** |
|  |  |  |  |  |  |
|  | 12. | John W. Stanton |  |  |  |
|  |  |  |  |  |  |
|  | 13. | John W. Thompson |  |  |  |
|  |  |  |  |  |  |
|  | 14. | Padmasree Warrior |  |  |  |
|  |  |  |  |  |
|  2. | Advisory vote to approve named executive officer compensation (The Board recommends a vote FOR this proposal) |  |  |  |
|  |  |  |  |  |  |
|  |  | **1 Year** | **2 Years** | **3 Years** | **Abstain** |
| 3. | Advisory vote on the frequency of future advisory  |  |  |  |
|  | votes to approve executive compensation(The Board recommends a vote for 1 YEAR on this proposal) |  |  |  |  |
|  |  |  |  |  |
|  |  | **For** | **Against** | **Abstain** |
| 4. | Ratification of Deloitte & Touche LLP as our independent auditor for fiscal year 2018 |  |  |  |
|  | (The Board recommends a vote FOR this proposal) |  |  |  |  |
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|  |  |  |  |  |
| 5. | Approval of material terms of the performance goals under the Executive Incentive Plan |  |  |  |
|  | (The Board recommends a vote FOR this proposal) |  |  |  |  |
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| For address changes and/or comments, please check this box and write them on the back where indicated. |  |  |  |  |  |  |  |
|  |  |  |  |  |  | 6. | Approval of the Microsoft Corporation 2017 Stock Plan |  |  |  |
| **Note:** | Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person. |  | (The Board recommends a vote FOR this proposal) |  |  |  |
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|  |  |  |  |  |  |  |  |  |  |
| Signature [PLEASE SIGN WITHIN BOX] | Date |  |  |  | Signature (Joint Owners) | Date |  |  |  |

**Annual Shareholders Meeting Information:**

**Location:**  Meydenbauer Center

 11100 NE 6th Street

 Bellevue, WA 98004

**Date:** November 29, 2017

**Time:** 8:00 AM PT

In order to be admitted to the Annual Shareholders Meeting, you must present one of the following as proof of ownership of Microsoft stock on the record date.

* Notice of Internet Availability of Proxy Materials
* Proxy card
* Legal proxy provided by your bank, broker, or nominee
* Voting instruction card
* If you received your proxy materials by e-mail, a printout of the e-mail
* Brokerage statement or letter from a bank or broker indicating ownership on the record date

**Important Notice Regarding the Availability of Proxy Materials for the Annual Shareholders Meeting:**

The Notice and Proxy Statement and Annual Report are available at www.proxyvote.com.

E32558-TBD

**MICROSOFT CORPORATION**

**This Proxy is Solicited on Behalf of the Board of Directors**

 The undersigned hereby appoints JOHN W. THOMPSON and SATYA NADELLA, and each of them, with full power of substitution, as proxies to vote all the shares the undersigned is entitled to vote at the Annual Shareholders Meeting of the Company to be held at the Meydenbauer Center, 11100 NE 6th Street, Bellevue, Washington, November 29, 2017 at 8:00 a.m. Pacific Time and at any adjournments thereof. Such shares shall be voted as indicated with respect to the proposals listed on the reverse side hereof and in the discretion of the proxies on such other matters as may properly come before the meeting or any adjournment thereof in accordance with and as described in the Notice and Proxy Statement of the Annual Shareholders Meeting.

 **This proxy, when properly executed, will be voted in the manner directed herein. If no such direction is made as to any item, this proxy will be voted in accordance with the Board of Directors' recommendations.**

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| --- | --- |
| **Address Changes/Comments:** |  |
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|  |

(If you noted any Address Changes/Comments above, please mark corresponding box on the reverse side.)

**Continued and to be signed on reverse side**