

MICROSOFT CORP  
Form DEFA14A  
October 04, 2010

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934 (Amendment No. \_\_\_)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**Microsoft Corporation**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

(1) Title of each class of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

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**From:** Peter Klein

**To:** Microsoft Corp and Subsidiaries: All FTE

**Subject:** Proxy Voting by Microsoft Shareholders

Every year, shareholders are given the opportunity to participate directly in the governance of Microsoft through the proxy voting process.

If you own Microsoft shares, **I encourage you to vote your proxy and take an active role in the overall governance of our company.**

This year, shareholders are asked to consider and vote on the following matters:

- 1. Election of directors**
- 2. Ratification of the selection of Deloitte & Touche LLP as Microsoft's independent auditor**
- 3. One shareholder proposal as described in the Proxy Statement**
- 4. Other business as may properly come before the meeting**

Over the next few days, **you will receive your notice of availability of proxy materials and proxy voting instructions** either through an electronic link directly from our transfer agent, **American Stock Transfer (AST)**, via email from [MSFTProxyEnotice@amstock.com](mailto:MSFTProxyEnotice@amstock.com), or in the postal mail, depending on where your shares are held. In either case, you may **vote electronically** by following the instructions in the materials you receive.

If you do not receive proxy materials and believe that you should have, or if you have **questions regarding Microsoft's proxy voting, please email Microsoft Investor Relations** at [proxyq@microsoft.com](mailto:proxyq@microsoft.com).

The proxy materials as well as this year's Annual Report to shareholders can also be viewed on the [Investor Relations website](#). Also, the [2010 Microsoft Citizenship Report](#), released for the first time in tandem with our Annual Report, provides an overview and assessment of our corporate activities — focused on our work in strengthening economies, addressing societal challenges, and responsible business practices — that increase business value and benefit society.

Thank you,

Peter