

**Certificate of Approval of a Prospectus
in accordance with Articles 17 and 18 of Directive 2003/71/EC**

To :

BUNDESANSTALT FÜR FINANZDIENSTLEISTUNGSAUFSICHT (BAFIN)
FINANZMARKTAUFSICHT (FMA)
FINANCIAL SERVICES AND MARKETS AUTHORITY (FSMA)
FINANSTILSYNET (FTNET)
FINANSSIVALVONTA (FIVA)
CENTRAL BANK OF IRELAND
COMMISSIONE NAZIONALE PER LE SOCIETA'E LA BORSA (CONSOB)
FINANSTILSYNET (Norway)
AUTORITEIT FINANCIËLE MARKTEN (AFM)
KOMISJA NADZORU FINANSOWEGO
COMISSÃO DO MERCADO DE VALORES MOBILIÁRIOS (CMVM)
CZECH NATIONAL BANK (CNB)
FINANCIAL SUPERVISORY AUTHORITY
FINANCIAL CONDUCT AUTHORITY (FCA)
FINANSINSPEKTIONEN (FI)

From :

Autorité des marchés financiers (AMF)

17, place de la Bourse
75002 PARIS
FRANCE

We hereby certify that the prospectus detailed below has been drawn up in accordance with Directive 2003/71/EC as amended by the Directive 2010/73/EU and was approved by us on June 23, 2016.

Name of Issuer : MICROSOFT CORPORATION.

Registered Office : One Microsoft Way – Redmond, Washington 98052 - USA

Type of Securities (references to the annexes of regulation EC 809/2004 according to which the prospectus was drawn up) : Annexes 1 (excepted 5.1.2 to 5.1.5, 5.2, 6, 7, 8, 9, 10, 11, 15, 16, 17.1, 18, 19, 20.1 to 20.5, 20.6, 21, 22, 25) and 3 (excepted 3.3, 4.10, 5.1.9, 5.1.10, 5.2, 5.4.1, 5.4.3, 5.4.4, 6.3, 6.4, 6.5, 7, 10.2.) in accordance with ESMA Q&A on prospectuses, 24th Updated version - April 6, 2016, question 71.

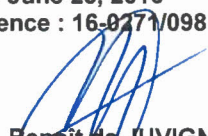
Guarantor : not applicable

We have authorised, in accordance with Article 8 of Directive 2003/71/EC or national law transposing Directive 2003/71EC, the omission of the information required under [Item ___ of Annex ___] on the following grounds: not applicable

Attachments :

- (1) Prospectus dated June 23, 2016
- (2) Translations of the summary

Date : June 23, 2016
Reference : 16-0771/098-16


Benoît de JUVIGNY
Secrétaire général
Autorité des marchés financiers
(AMF)

17, place de la Bourse
75002 PARIS