Edgar Filing: RUDDER ERIC D - Form 4

RUDDER ERIC D Form 4 April 30, 2003

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

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Name and Address of Reporting Person* Particle Particle					suer Nam rosoft Co			J	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Rudder, Eric D. (Last) (First) (Middle) One Microsoft Way					R.S. Ident eporting latentity (v	Perso	n,		4. Statement for Month/Day/Year April 29, 2003		Director		
(Street) Redmond, WA 98052-6399									5. If Amendment Date of Original (Month/Day/Yea	r)	Senior Vice President 7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(C		Table I Non-Derivative Securities Acquired, 1							Disposed of, or Beneficially Owned				
1. Title of Security (Instr. 3)	action Date	2A. Deemed Execution Date, if any (Month/Day/	action Code (Instr.	. 8)	4. Securit (A) or Di (Instr. 3,	spose 4 & 5	ed of (D)	Secur Benef Owne		6. Owner-ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
	Year)	Year)	Code	v	Amount	or (D)	Price	Trans	actions(s)	(Instr. 4)			
Common Stock	04/29/03		M		102,400	A	\$2.3125						
Common Stock	04/29/03		S		100,000	D	\$25.83		39,420 <u>(1)</u>	I	Eric D. Rudder and Elizabeth Savage FBO Revocable Living Trust		
Common Stock									39,922 <u>(1)</u>	I	Eric D. Rudder and Elizabeth Savage, Joint Tenants		

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)

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

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(Instr. 3)	sion or Exercise Price of Derivative Security	action Date	Deemed	Trans- action Code		Number of verivative ecurities cquired (A) r Disposed of D)	6. Date Exercisable and Expiration Date (Month/Day/ Year)		, ,		Derivative Security	Derivative Securities Beneficially Owned Following Reported	Owner- ship	11. of In Ben Own (Ins
				Code	V (A	(D)	Date Exer-cisable	Expira- tion Date	Title	Amount or Number of Shares			or Indirect (I) (Instr. 4)	
Employee Stock Option (Right to Buy)	\$2.3125 ⁽²⁾	04/29/03		M		102,400(2	01/30/98	07/30/03	Common Stock	102,400(2)		0		

Explanation of Responses:

(1) Adjusted to reflect a 2-for-1 stock split effective February 14, 2003.

(2) This option was previously reported as covering 51,200 shares at \$4.63 per share, but is adjusted to reflect a 2-for-1 stock split effective February 14, 2003.

By: /s/ Shauna L. Vernal, Attorney-in-Fact for Eric D. Rudder

**Signature of Reporting Person

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).