

MICROSTRATEGY INC

Form 4

November 01, 2004

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 OF
SECURITIES**

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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(Print or Type Responses)

1. Name and Address of Reporting Person *
BANSAL SANJU K

(Last) (First) (Middle)

**C/O MICROSTRATEGY
INCORPORATED, 1861
INTERNATIONAL DRIVE**

(Street)

MCLEAN, VA 22102

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

MICROSTRATEGY INC [MSTR]

3. Date of Earliest Transaction
(Month/Day/Year)

10/28/2004

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Vice Chairman, EVP and COO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Class A Common Stock	10/28/2004		S		150	D \$ 62.4133	14,200 ⁽¹⁾	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004		S		200	D \$ 62.42	14,000	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004		S		4,000	D \$ 62.65	10,000	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004		S		200	D \$ 62.68	9,800	I	Shares

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Common Stock								owned by LLC <u>(2)</u>
Class A Common Stock	10/28/2004	S	139	D	\$ 62.71	9,661	I	Shares owned by LLC <u>(2)</u>
Class A Common Stock	10/28/2004	S	4,600	D	\$ 62.7161	5,061	I	Shares owned by LLC <u>(2)</u>
Class A Common Stock	10/28/2004	S	200	D	\$ 62.72	4,861	I	Shares owned by LLC <u>(2)</u>
Class A Common Stock	10/28/2004	S	1,361	D	\$ 62.736	3,500	I	Shares owned by LLC <u>(2)</u>
Class A Common Stock	10/28/2004	S	1,200	D	\$ 62.74	2,300	I	Shares owned by LLC <u>(2)</u>
Class A Common Stock	10/28/2004	S	200	D	\$ 62.75	2,100	I	Shares owned by LLC <u>(2)</u>
Class A Common Stock	10/28/2004	S	600	D	\$ 62.7617	1,500	I	Shares owned by LLC <u>(2)</u>
Class A Common Stock	10/28/2004	S	200	D	\$ 62.78	1,300	I	Shares owned by LLC <u>(2)</u>
Class A Common Stock	10/28/2004	S	200	D	\$ 62.82	1,100	I	Shares owned by LLC <u>(2)</u>
Class A Common Stock	10/28/2004	S	1,100	D	\$ 62.85	0	I	Shares owned by LLC <u>(2)</u>
Class A Common Stock	10/28/2004	M	20,000	A	\$ 20.69	20,000	D	
Class A Common Stock	10/28/2004	S	5,000	D	\$ 61	15,000	D	
Class A Common Stock	10/28/2004	S	100	D	\$ 61.02	14,900	D	
Class A Common Stock	10/28/2004	S	28	D	\$ 61.07	14,872	D	

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Class A Common Stock	10/28/2004	S	100	D	\$ 61.08	14,772	D
Class A Common Stock	10/28/2004	S	6,072	D	\$ 61.14	8,700	D
Class A Common Stock	10/28/2004	S	800	D	\$ 61.15	7,900	D
Class A Common Stock	10/28/2004	S	1,100	D	\$ 61.2	6,800	D
Class A Common Stock	10/28/2004	S	100	D	\$ 61.23	6,700	D
Class A Common Stock	10/28/2004	S	1,000	D	\$ 61.25	5,700	D
Class A Common Stock	10/28/2004	S	600	D	\$ 61.55	5,100	D
Class A Common Stock	10/28/2004	S	2,050	D	\$ 61.6	3,050	D
Class A Common Stock	10/28/2004	S	100	D	\$ 61.7	2,950	D
Class A Common Stock	10/28/2004	S	750	D	\$ 61.72	2,200	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo
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Disposed
of (D)
(Instr. 3,
4, and 5)

Trans
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
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BANSAL SANJU K
C/O MICROSTRATEGY INCORPORATED
1861 INTERNATIONAL DRIVE
MCLEAN, VA 22102

X

Vice Chairman, EVP and COO

Signatures

W. Ming Shao, As
Attorney-in-Fact

11/01/2004

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) For the text of this footnote, please refer to footnote number one of the first of three Form 4 filings made by the reporting person to report transactions that occurred on October 28, 2004.
- (2) For the text of this footnote, please refer to footnote number two of the first of three Form 4 filings made by the reporting person to report transactions that occurred on October 28, 2004.

Remarks:

This is the second Form 4 of three Form 4 filings made by the reporting person to report transactions that occurred on October

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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