

RICKERTSEN CARL J

Form 4

August 06, 2009

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
RICKERTSEN CARL J

(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)
08/04/2009

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)

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)
				(A) or (D)	Price		
Class A Common Stock	08/04/2009		M	2,000	A \$ 7.62	5,000	D
Class A Common Stock	08/04/2009		M	10,000	A \$ 20.69	15,000	D
Class A Common Stock	08/04/2009		S	100	D \$ 63.235	14,900 ⁽¹⁾	D
Class A Common Stock	08/04/2009		S	500	D \$ 63.23	14,400	D

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Common Stock								
Class A Common Stock	08/04/2009		S	100	D	\$ 63.14	14,300	D
Class A Common Stock	08/04/2009		S	100	D	\$ 63.12	14,200	D
Class A Common Stock	08/04/2009		S	100	D	\$ 63.11	14,100	D
Class A Common Stock	08/04/2009		S	50	D	\$ 63.09	14,050	D
Class A Common Stock	08/04/2009		S	200	D	\$ 63.085	13,850	D
Class A Common Stock	08/04/2009		S	150	D	\$ 63.01	13,700	D
Class A Common Stock	08/04/2009		S	10,700	D	\$ 63	3,000	D

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

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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 Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Director Stock Option	\$ 7.62	08/04/2009		M	2,000	(2) 10/07/2012	Class A Common Stock	2,000

(right to
buy)

Director

Stock

Option \$ 20.69

08/04/2009

M

10,000

(3)

02/08/2013

Class A

Common 10,000

Stock

(right to

buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RICKERTSEN CARL J C/O MICROSTRATEGY INCORPORATED 1861 INTERNATIONAL DRIVE MCLEAN, VA 22102	X			

Signatures

/s/ Carl J.
Rickertsen

08/05/2009

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) Separate open market sale transactions that were executed on 08/04/2009 at the same price have been reported on an aggregate basis on a single line in Table I. The order in which sale transactions are set forth in Table I is not necessarily reflective of the sequence in which the sale transactions occurred in fact.
 - (2) The 2,000 shares exercised on 08/04/2009 pursuant to this stock option vested on 10/07/2007.
 - (3) Of the 10,000 shares exercised on 08/04/2009 pursuant to this stock option, 5,000 shares vested on 02/08/2007 and 5,000 shares vested on 02/08/2008.

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