

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>SAYLOR MICHAEL J</u> _____ (Last) (First) (Middle) <u>C/O MICROSTRATEGY INCORPORATED</u> <u>1850 TOWERS CRESCENT PLAZA</u> _____ (Street) <u>TYSONS CORNER</u> VA 22182 _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>MICROSTRATEGY Inc [ MSTR ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>Chairman and CEO</b></p>		
			3. Date of Earliest Transaction (Month/Day/Year) <u>12/28/2020</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
			4. If Amendment, Date of Original Filed (Month/Day/Year)					

**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	12/28/2020		C		50,000	A	\$0.00 <sup>(1)</sup>	50,000	I	Shares owned by LLC <sup>(2)</sup>
Class A Common Stock	12/28/2020		G	V	50,000	D	\$0.00 <sup>(3)</sup>	0	I	Shares owned by LLC <sup>(2)</sup>

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class B Common Stock	(4)	12/28/2020		C			50,000	(4)	(4)	Class A Common Stock	50,000	\$0.00	1,961,668 <sup>(5)</sup>	I	Shares owned by LLC <sup>(2)</sup>

1. Name and Address of Reporting Person\*  
SAYLOR MICHAEL J  
 \_\_\_\_\_  
 (Last) (First) (Middle)  
C/O MICROSTRATEGY INCORPORATED  
1850 TOWERS CRESCENT PLAZA  
 \_\_\_\_\_  
 (Street)  
TYSONS CORNER VA 22182  
 \_\_\_\_\_  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
ALCANTARA LLC  
 \_\_\_\_\_  
 (Last) (First) (Middle)  
C/O MICHAEL J. SAYLOR  
1850 TOWERS CRESCENT PLAZA  
 \_\_\_\_\_  
 (Street)  
TYSONS CORNER VA 22182  
 \_\_\_\_\_  
 (City) (State) (Zip)

(City) (State) (Zip)

**Explanation of Responses:**

1. These shares were acquired upon conversion of shares of Class B Common Stock, which were convertible on a 1-for-1 basis into shares of Class A Common Stock.
2. Shares that are indicated as being "owned by LLC" are owned directly by Alcantara LLC (the "LLC"), and indirectly by Mr. Saylor as the sole member of the LLC.
3. These 50,000 shares have been transferred by the LLC as a gift to a charitable foundation for no consideration.
4. Shares of Class B Common Stock are convertible immediately upon receipt into shares of Class A Common Stock on a 1-for-1 basis and have no expiration date.
5. See Exhibit A.

**Remarks:**

/s/ W. Ming Shao, Attorney-in-Fact 12/30/2020

\*\* Signature of Reporting Person      Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**

Exhibit A:

Mr. Saylor also directly owns an employee stock option to purchase 400,000 shares of Class A common stock with (i) an exercise price of \$121.43 per share and (ii) an expiration date of April 30, 2024. Of the 400,000 shares subject to this option, 100,000 shares vested on April 30, 2015, 100,000 shares vested on April 30, 2016, 100,000 shares vested on April 30, 2017, and 100,000 shares vested on April 30, 2018.