MicroStrategy Incorporated

Class A common stock, par value $0.001 per share

February 4, 2021

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)
☒ Rule 13d-1(c)
☐ Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person’s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).
1. NAME OF REPORTING PERSON
Citadel Securities LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) ☐
   (b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
   Delaware

5. SOLE VOTING POWER
   0

6. SHARED VOTING POWER
   555,037 shares

7. SOLE DISPOSITIVE POWER
   0

8. SHARED DISPOSITIVE POWER
   See Row 6 above.

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
   See Row 6 above.

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
    ☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
    7.7%¹

12. TYPE OF REPORTING PERSON
    BD, OO

¹ The percentages reported in this Schedule 13G are based upon approximately 7,252,964 shares of common stock outstanding as of October 19, 2020 (according to the issuer’s Form 10-Q as filed with the Securities and Exchange Commission on October 27, 2020). Except as described in the preceding sentence, all share numbers for the holdings of the reporting persons reported in this Schedule 13G are as of the opening of the market on February 12, 2021.
1. **NAME OF REPORTING PERSON**
   
   CALC IV LP

2. **CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**
   
   (a) □
   
   (b) □

3. **SEC USE ONLY**

4. **CITIZENSHIP OR PLACE OF ORGANIZATION**
   
   Delaware

<table>
<thead>
<tr>
<th>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</th>
<th>5. SOLE VOTING POWER</th>
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<th>6. SHARED VOTING POWER</th>
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<td>555,037 shares</td>
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<th>7. SOLE DISPOSITIVE POWER</th>
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<th>8. SHARED DISPOSITIVE POWER</th>
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<td>See Row 6 above.</td>
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9. **AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**
   
   See Row 6 above.

10. **CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** □

11. **PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**
   
   7.7%

12. **TYPE OF REPORTING PERSON**
   
   PN; HC
1. NAME OF REPORTING PERSON
   Citadel Securities GP LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) ☐
   (b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
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|                                                                   | 7. SOLE DISPOSITIVE POWER | 8. SHARED DISPOSITIVE POWER |
|                                                                   | 0                        | See Row 6 above.           |

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
   See Row 6 above.

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
    7.7%

12. TYPE OF REPORTING PERSON
    OO; HC
1. NAME OF REPORTING PERSON
   Citadel Advisors LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) ☐
   (b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
   See Row 6 above

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
    0.3%

12. TYPE OF REPORTING PERSON
    IA; OO; HC
1. NAME OF REPORTING PERSON
   Citadel Advisors Holdings LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
   (a) ☐
   (b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
   See Row 6 above

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
    0.3%

12. TYPE OF REPORTING PERSON
    PN; HC
1. NAME OF REPORTING PERSON
Citadel GP LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) ☐
(b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
See Row 6 above.

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
0.3%

12. TYPE OF REPORTING PERSON
OO; HC
1. **NAME OF REPORTING PERSON**
   
   Kenneth Griffin

2. **CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**
   
   (a) ☐
   
   (b) ☐

3. **SEC USE ONLY**

4. **CITIZENSHIP OR PLACE OF ORGANIZATION**
   
   U.S. Citizen

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<tr>
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<td></td>
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<td>578,116 shares</td>
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7. **SOLE DISPOSITIVE POWER**

   0

8. **SHARED DISPOSITIVE POWER**

   See Row 6 above

9. **AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

   See Row 6 above

10. **CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

11. **PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

   8.0%

12. **TYPE OF REPORTING PERSON**

   IN; HC
Item 1(a)  Name of Issuer
MicroStrategy Incorporated

Item 1(b)  Address of Issuer’s Principal Executive Offices
1850 Towers Crescent Plaza, Tysons Corner, VA 22182

Item 2(a)  Name of Person Filing
This Schedule 13G is being jointly filed by Citadel Securities LLC (“Citadel Securities”), CALC IV LP (“CALC4”), Citadel Securities GP LLC (“CSGP”), Citadel Advisors LLC (“Citadel Advisors”), Citadel Advisors Holdings LP (“CAH”), Citadel GP LLC (“CGP”), and Mr. Kenneth Griffin (collectively with Citadel Securities, CALC4, CSGP, Citadel Advisors, CAH and CGP, the “Reporting Persons”) with respect to shares of Class A common stock (and options to purchase Class A common stock) of the above-named issuer owned by Citadel Securities, Citadel Equity Fund Ltd., a Cayman Islands limited company (“CEFL”), and Citadel Multi-Strategy Equities Master Fund Ltd., a Cayman Islands company (“CM”).

CALC4 is the non-member manager of Citadel Securities. CSGP is the general partner of CALC4. Citadel Advisors is the portfolio manager for CEFL and CM. CAH is the sole member of Citadel Advisors. CGP is the general partner of CAH. Mr. Griffin is the President and Chief Executive Officer of CGP, and owns a controlling interest in CGP and CSGP.

The filing of this statement shall not be construed as an admission that any of the Reporting Persons is the beneficial owner of any securities covered by the statement other than the securities actually owned by such person (if any).

Item 2(b)  Address of Principal Business Office
The address of the principal business office of each of the Reporting Persons is 131 S. Dearborn Street, 32nd Floor, Chicago, Illinois 60603.

Item 2(c)  Citizenship
Each of Citadel Securities, CSGP, Citadel Advisors and CGP is organized as a limited liability company under the laws of the State of Delaware. Each of CALC4 and CAH is organized as a limited partnership under the laws of the State of Delaware. Mr. Griffin is a U.S. citizen.

Item 2(d)  Title of Class of Securities
Class A common stock, par value $0.001 per share

Item 2(e)  CUSIP Number
594972408
Item 3  If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

(a)  [___] Broker or dealer registered under Section 15 of the Exchange Act;
(b)  [___] Bank as defined in Section 3(a)(6) of the Exchange Act;
(c)  [___] Insurance company as defined in Section 3(a)(19) of the Exchange Act;
(d)  [___] Investment company registered under Section 8 of the Investment Company Act;
(e)  [___] An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
(f)  [___] An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
(g)  [___] A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
(h)  [___] A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
(i)  [___] A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
(j)  [___] A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
(k)  [___] Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution: ____________.
Item 4
Ownership

A. Citadel Securities LLC
   (a) Citadel Securities LLC may be deemed to beneficially own 555,037 shares of Class A common stock.
   (b) The number of shares that Citadel Securities LLC may be deemed to beneficially own constitutes approximately 7.7% of the Class A common stock outstanding.
   (c) Number of shares as to which such person has:
      (i) sole power to vote or to direct the vote: 0
      (ii) shared power to vote or to direct the vote: 555,037
      (iii) sole power to dispose or to direct the disposition of: 0
      (iv) shared power to dispose or to direct the disposition of: 555,037

B. CALC IV LP and Citadel Securities GP LLC
   (a) Each of CALC IV LP and Citadel Securities GP LLC may be deemed to beneficially own 555,037 shares of Class A common stock.
   (b) The number of shares that each of CALC IV LP and Citadel Securities GP LLC may be deemed to beneficially own constitutes approximately 7.7% of the Class A common stock outstanding.
   (c) Number of shares as to which such person has:
      (i) sole power to vote or to direct the vote: 0
      (ii) shared power to vote or to direct the vote: 555,037
      (iii) sole power to dispose or to direct the disposition of: 0
      (iv) shared power to dispose or to direct the disposition of: 555,037

C. Citadel Advisors LLC, Citadel Advisors Holdings LP and Citadel GP LLC
   (a) Each of Citadel Advisors LLC, Citadel Advisors Holdings LP and Citadel GP LLC may be deemed to beneficially own 23,079 shares of Class A common stock.
   (b) The number of shares that each of Citadel Advisors LLC, Citadel Advisors Holdings LP and Citadel GP LLC may be deemed to beneficially own constitutes 0.3% of the Class A common stock outstanding.
(c) Number of shares as to which such person has:
   (i) sole power to vote or to direct the vote: 0
   (ii) shared power to vote or to direct the vote: 23,079
   (iii) sole power to dispose or to direct the disposition of: 0
   (iv) shared power to dispose or to direct the disposition of: 23,079

D. Kenneth Griffin
   (a) Mr. Griffin may be deemed to beneficially own 578,116 shares of Class A common stock.
   (b) The number of shares that Mr. Griffin may be deemed to beneficially own constitutes approximately 8.0% of the Class A common stock outstanding.
   (c) Number of shares as to which such person has:
      (i) sole power to vote or to direct the vote: 0
      (ii) shared power to vote or to direct the vote: 578,116
      (iii) sole power to dispose or to direct the disposition of: 0
      (iv) shared power to dispose or to direct the disposition of: 578,116
Item 5  Ownership of Five Percent or Less of a Class
If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following ☐.

Item 6  Ownership of More than Five Percent on Behalf of Another Person
Not Applicable

Item 7  Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company
See Item 2 above

Item 8  Identification and Classification of Members of the Group
Not Applicable

Item 9  Notice of Dissolution of Group
Not Applicable

Item 10  Certification
By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.
After reasonable inquiry and to the best of its knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated this 12th day of February, 2021.

CITADEL SECURITIES LLC
By: /s/ Guy Miller
   Guy Miller, Authorized Signatory

CITADEL ADVISORS LLC
By: /s/ Noah Goldberg
   Noah Goldberg, Authorized Signatory

CALC IV LP
By: /s/ Guy Miller
   Guy Miller, Authorized Signatory

CITADEL ADVISORS HOLDINGS LP
By: /s/ Noah Goldberg
   Noah Goldberg, Authorized Signatory

CITADEL SECURITIES GP LLC
By: /s/ Guy Miller
   Guy Miller, Authorized Signatory

CITADEL GP LLC
By: /s/ Noah Goldberg
   Noah Goldberg, Authorized Signatory

KENNETH GRIFFIN
By: /s/ Noah Goldberg
   Noah Goldberg, attorney-in-fact

* Noah Goldberg is signing on behalf of Kenneth Griffin as attorney-in-fact pursuant to a power of attorney previously filed with the Securities and Exchange Commission, and hereby incorporated by reference herein. The power of attorney was filed as an attachment to a filing by Citadel Advisors LLC on Schedule 13G for Zentalis Pharmaceuticals Inc. on April 9, 2020.
JOINT FILING AGREEMENT

The undersigned hereby agree that the Statement on Schedule 13G filed herewith (and any amendments thereto), relating to the Class A common stock of MicroStrategy Incorporated, a Delaware, is being filed jointly with the Securities and Exchange Commission pursuant to Rule 13d-1(c) under the Securities Exchange Act of 1934, as amended, on behalf of each of the undersigned.

This Agreement may be executed in counterparts and each of such counterparts taken together shall constitute one and the same instrument.

Dated this 12th day of February, 2021.

CITADEL SECURITIES LLC

By: /s/ Guy Miller
    Guy Miller, Authorized Signatory

CITADEL ADVISORS LLC

By: /s/ Noah Goldberg
    Noah Goldberg, Authorized Signatory

CALC IV LP

By: /s/ Guy Miller
    Guy Miller, Authorized Signatory

CITADEL ADVISORS HOLDINGS LP

By: /s/ Noah Goldberg
    Noah Goldberg, Authorized Signatory

CITADEL SECURITIES GP LLC

By: /s/ Guy Miller
    Guy Miller, Authorized Signatory

CITADEL GP LLC

By: /s/ Noah Goldberg
    Noah Goldberg, Authorized Signatory

KENNETH GRIFFIN

By: /s/ Noah Goldberg
    Noah Goldberg, attorney-in-fact*

* Noah Goldberg is signing on behalf of Kenneth Griffin as attorney-in-fact pursuant to a power of attorney previously filed with the Securities and Exchange Commission, and hereby incorporated by reference herein. The power of attorney was filed as an attachment to a filing by Citadel Advisors LLC on Schedule 13G for Zentalis Pharmaceuticals Inc. on April 9, 2020.