1. Name and Address of Reporting Person

Lang Timothy Edwin

(City) TYSONS CORNER
(State) VA
(Zip) 22182

2. Issuer Name and Ticker or Trading Symbol

MICROSTRATEGY Inc [ MSTR ]

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

11/13/2021

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

11/16/2021

5. Relationship of Reporting Person(s) to Issuer

(10% Owner)

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

7. Nature of Indirect Beneficial Ownership (Instr. 4)

8. Price of Underlying Securities (Instr. 3)

$811.73

9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)

$750 (4)

10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

D

11. Nature of Direct Beneficial Ownership (Instr. 4)

D

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

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
<th>Amount Following Transaction(s) (Instr. 3 and 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>11/13/2021</td>
<td>M</td>
<td>250</td>
<td>A</td>
<td>(1)</td>
<td>250</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>11/13/2021</td>
<td>F</td>
<td>113</td>
<td>D</td>
<td>$811.73</td>
<td>137</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of MicroStrategy class A common stock.
2. The disposition of the shares reported on this form was made to MicroStrategy solely to permit the stockholder to pay MicroStrategy the tax withholding obligation due upon vesting of the restricted stock units.
3. The remaining 750 restricted stock units will vest in equal annual installments over a three-year period, with 250 restricted stock units vesting on November 13, 2022, 250 restricted stock units vesting on November 13, 2023, and 250 restricted stock units vesting on November 13, 2024.
4. See Exhibit A.

Remarks:

/s/ W. Ming Shao, Attorney-in-Fact

Date: 11/16/2021

** 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).


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.

/s/ W. Ming Shao, Attorney-in-Fact

Date: 11/16/2021

** Signature of Reporting Person Date
Exhibit A:

Mr. Lang also directly owns an employee stock option to purchase 10,000 shares of Class A common stock with (i) an exercise price of $189.16 per share and (ii) an expiration date of March 8, 2027. Of the 10,000 shares subject to this option, 2,500 shares vested on March 8, 2020 and 7,500 shares vested on March 8, 2021.

Mr. Lang also directly owns an employee stock option to purchase 10,000 shares of Class A common stock with (i) an exercise price of $131.53 per share and (ii) an expiration date of February 8, 2028. The 10,000 shares are scheduled to vest on February 8, 2022.

Mr. Lang also directly owns an employee stock option to purchase 15,000 shares of Class A common stock with (i) an exercise price of $151.60 per share and (ii) an expiration date of November 22, 2029. Of the 15,000 shares subject to this option, 5,000 shares are scheduled to vest on November 22, 2021, 5,000 shares are scheduled to vest on November 22, 2022, and 5,000 shares are scheduled to vest on November 22, 2023.

Mr. Lang also directly owns an employee stock option to purchase 20,000 shares of Class A common stock with (i) an exercise price of $691.23 per share and (ii) an expiration date of February 23, 2031. Of the 20,000 shares subject to this option, 5,000 shares are scheduled to vest on February 23, 2022, 5,000 shares are scheduled to vest on February 23, 2023, 5,000 shares are scheduled to vest on February 23, 2024, and 5,000 shares are scheduled to vest on February 23, 2025.