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

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**SCHEDULE 14A**  
(Rule 14a-101)

**INFORMATION REQUIRED IN  
PROXY STATEMENT**

**SCHEDULE 14A INFORMATION**  
Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No. )

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Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

**MicroStrategy Incorporated**  
(Name of registrant as specified in its charter)

(Name of person(s) filing proxy statement, if other than the registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required
  - Fee paid previously with preliminary materials
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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# Your Vote Counts!

MICROSTRATEGY INCORPORATED

2022 Annual Meeting

Vote by May 24, 2022  
11:59 PM EDT



MICROSTRATEGY INCORPORATED  
ATTN: GENERAL COUNSEL  
1850 TOWERS CRESCENT PLAZA  
TYSONS CORNER, VA 22182



D75181-P66589

## You invested in MICROSTRATEGY INCORPORATED and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on May 25, 2022.**

### Get informed before you vote

View the Annual Report and Notice of Meeting & Proxy Statement online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 11, 2022. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

**Smartphone users**  
Point your camera here and  
vote without entering a  
control number



### Vote Virtually by Attending the Meeting\*

Date: May 25, 2022  
Time: 10:00 am., Eastern Daylight Time

Location:  
Virtually at [www.virtualshareholdermeeting.com/MSTR2022](http://www.virtualshareholdermeeting.com/MSTR2022)

\* Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. We encourage you to access and review all of the important information contained in the proxy materials before voting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. To elect the following five (5) directors for the next year. <b>Nominees:</b> 01) Michael J. Saylor      04) Leslie J. Rechan 02) Stephen X. Graham    05) Carl J. Rickertsen 03) Jarrod M. Patten	<input checked="" type="checkbox"/> For
2. Ratify the selection of KPMG LLP as MicroStrategy Incorporated's independent registered public accounting firm for the fiscal year ending December 31, 2022.	<input checked="" type="checkbox"/> For