

MICROSTRATEGY INC

Form 4

November 01, 2004

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 *
BANSAL SANJU K

(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)
10/28/2004

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)
Vice Chairman, EVP and COO

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)
Class A Common Stock				(A)	50,000	I	Shares owned by Trust ⁽³⁾
Class A Common Stock	10/28/2004		C	50,000 A ⁽⁴⁾	50,000	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004		S	100 D \$ 60.81	49,900 ⁽¹⁾	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004		S	200 D \$ 60.83	49,700	I	Shares

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Common Stock								owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	700	D	\$ 60.8557	49,000	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	300	D	\$ 60.87	48,700	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	500	D	\$ 60.91	48,200	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	1,600	D	\$ 60.9131	46,600	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	100	D	\$ 60.98	46,500	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	2,500	D	\$ 61	44,000	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	100	D	\$ 61.01	43,900	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	700	D	\$ 61.1	43,200	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	5,300	D	\$ 61.1108	37,900	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	3,400	D	\$ 61.14	34,500	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	4,600	D	\$ 61.15	29,900	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	727	D	\$ 61.2	29,173	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	2,200	D	\$ 61.2491	26,973	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	500	D	\$ 61.41	26,473	I	Shares owned by LLC ⁽²⁾

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Class A Common Stock	10/28/2004	S	100	D	\$ 61.43	26,373	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	990	D	\$ 61.45	25,383	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	100	D	\$ 61.49	25,283	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	283	D	\$ 61.51	25,000	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	1,000	D	\$ 61.88	24,000	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	1,000	D	\$ 62.01	23,000	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	1,000	D	\$ 62.18	22,000	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	1,000	D	\$ 62.24	21,000	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	1,000	D	\$ 62.29	20,000	I	Shares owned by LLC ⁽²⁾
Class A Common Stock	10/28/2004	S	5,650	D	\$ 62.4	14,350	I	Shares owned by LLC ⁽²⁾

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,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securities (Instr. 3 and 4)
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This is the first Form 4 of three Form 4 filings made by the reporting person to report transactions that occurred on October 28

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

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