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

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.)

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

Your Vote Counts!

MICROSTRATEGY INCORPORATED

2024 Annual Meeting
 Vote by May 21, 2024
 11:59 PM EDT



V38400-P07351

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 22, 2024.**

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 8, 2024. 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, (2) call 1-800-579-1639 or (3) send an email to 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

Control #

Smartphone users

Point your camera here and vote without entering a control number



Vote Virtually by Attending the Meeting*

Date: May 22, 2024
 Time: 10:00 a.m., Eastern Daylight Time

Location:
 Virtually at www.virtualshareholdermeeting.com/MSTR2024

*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 six (6) directors for the next year. Nominees: 01) Michael J. Saylor 02) Phong Q. Le 03) Stephen X. Graham 04) Jarrod M. Patten 05) Leslie J. Rechan 06) Carl J. Rickertsen	<input checked="" type="checkbox"/> For
2. To ratify the selection of KPMG LLP as MicroStrategy Incorporated's independent registered public accounting firm for the fiscal year ending December 31, 2024.	<input checked="" type="checkbox"/> For

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Delivery Settings".