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MICROSTRATEGY INC

Form 3/A July 01, 2013

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

C/O MICROSTRATEGY

INCORPORATED, Â 1850 TOWERS CRESCENT PLAZA

(Street)

Xiao Peng

(Last)

(First) (Middle) Statement

(Month/Day/Year)

10/19/2012

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

MICROSTRATEGY INC [MSTR]

4. Relationship of Reporting

Person(s) to Issuer

Filed(Month/Day/Year)

10/26/2012

(Check all applicable)

Director

10% Owner

_X__ Officer Other (give title below) (specify below) Senior EVP & CTO

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

5. If Amendment, Date Original

X Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

TYSONS CORNER, VAÂ 22182

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Form:

Ownership Ownership (Instr. 5) Direct (D)

Â

or Indirect (I) (Instr. 5)

Class A Common Stock $60^{(1)}$ D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

> Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

SEC 1473 (7-02)

4.

currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

5. Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative

Derivative Security:

1

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Date Expiration Title Amount or Exercisable Date Number of

Amount or Security Direct (D)
Number of or Indirect
Shares (I)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Xiao Peng

C/O MICROSTRATEGY INCORPORATED 1850 TOWERS CRESCENT PLAZA TYSONS CORNER, VAÂ 22182

Â Â Senior EVP & CTO Â

Signatures

/s/ Peng Xiao 07/01/2013

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The original Form 3 filed on October 26, 2012 erroneously omitted these shares directly owned by Mr. Xiao.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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