

MICROSTRATEGY INC  
Form 8-K  
July 03, 2008

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): June 27, 2008**

**MICROSTRATEGY INCORPORATED**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-24435**  
(Commission File Number)

**51-0323571**  
(I.R.S. Employer  
Identification No.)

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**1861 International Drive**

**McLean, Virginia**  
(Address of principal executive offices)

**22102**  
(Zip Code)

**Registrant's telephone number, including area code: (703) 848-8600**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On June 27, 2008, the Chief Executive Officer of MicroStrategy Incorporated (the Company) approved an increase to the annual salary of Sanju K. Bansal, Executive Vice President and Chief Operating Officer, resulting in an annual salary of \$325,000 effective May 1, 2008.

On June 27, 2008, the Chief Executive Officer established a cash bonus target for 2008 for Sanju K. Bansal, Executive Vice President and Chief Operating Officer, in the amount of \$425,000.

On June 27, 2008, the Chief Executive Officer approved an increase to the annual salary of Arthur S. Locke, III, Executive Vice President, Finance & Chief Financial Officer, resulting in an annual salary of \$400,000 effective May 1, 2008.

On June 27, 2008, the Chief Executive Officer established a cash bonus target for 2008 for Arthur S. Locke, III, Executive Vice President, Finance & Chief Financial Officer, in the amount of \$650,000.

On June 27, 2008, the Chief Executive Officer approved an increase to the annual salary of Jonathan F. Klein, Executive Vice President, Law & General Counsel, resulting in an annual salary of \$400,000 effective May 1, 2008.

On June 27, 2008, the Chief Executive Officer established a cash bonus target for 2008 for Jonathan F. Klein, Executive Vice President, Law & General Counsel, in the amount of \$650,000.

Cash bonus awards for 2008 for Messrs. Bansal, Locke and Klein will be determined based on the Chief Executive Officer's subjective evaluation of the executive officer's performance in the context of general economic and industry conditions and Company performance during 2008, as described in the Company's Proxy Statement on Schedule 14A, filed with the Securities and Exchange Commission on April 16, 2008.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: July 2, 2008

MicroStrategy Incorporated  
(Registrant)

By: /s/ MICHAEL J. SAYLOR

Name: Michael J. Saylor

Title: Chairman of the Board, President and Chief Executive Officer