

MICROSTRATEGY INC
Form 8-K
July 24, 2006

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): July 18, 2006

MICROSTRATEGY INCORPORATED

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

0-24435
(Commission File Number)

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

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)

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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))
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Item 1.01. Entry into a Material Definitive Agreement.

On July 18, 2006, the Chief Executive Officer of MicroStrategy Incorporated (the Company) approved an increase to the annual salary of Arthur S. Locke, III, Vice President, Finance and Chief Financial Officer, resulting in an annual salary of \$325,000 effective July 1, 2006.

On July 24, 2006, the Chief Executive Officer established a cash bonus target for 2006 for Arthur S. Locke, III, Vice President, Finance and Chief Financial Officer, in the amount of \$475,000.

On July 18, 2006, the Chief Executive Officer of MicroStrategy Incorporated approved an increase to the annual salary of Jonathan F. Klein, Vice President, Law and General Counsel, resulting in an annual salary of \$325,000 effective July 1, 2006.

On July 24, 2006, the Chief Executive Officer established a cash bonus target for 2006 for Jonathan F. Klein, Vice President, Law and General Counsel, in the amount of \$450,000.

Cash bonus awards for 2006 for Messrs. Locke and Klein will be determined principally on the basis of net operating income during the period and on the subjective assessment of the Chief Executive Officer of the extent to which the executive officer contributed to the overall performance of the Company or a particular department of the Company during 2006.

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 24, 2006

MicroStrategy Incorporated
(Registrant)

By: /s/ MICHAEL J. SAYLOR
Name: Michael J. Saylor
Title: Chairman of the Board, President and
Chief Executive Officer