MSCI Inc. Form 8-K November 02, 2011

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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): November 2, 2011

# **MSCI Inc.**

(Exact name of registrant as specified in its charter)

**Delaware** (State or other jurisdiction

001-33812 (Commission 13-4038723 (IRS Employer

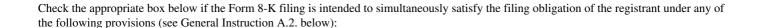
of incorporation) File Number) Identification No.)

One Chase Manhattan Plaza, 44<sup>th</sup> Floor, New York, NY (Address of principal executive offices) (212) 804-3900 10005 (Zip Code)

(Registrant s telephone number, including area code)

#### NOT APPLICABLE

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



- 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 2.02 Results of Operations and Financial Condition.

On November 2, 2011, MSCI Inc. (the Registrant ) released financial information with respect to its third quarter ended September 30, 2011. A copy of the press release containing this information is annexed as Exhibit 99.1 to this Report.

The Registrant s press release contains certain non-GAAP financial measures. A reconciliation of these non-GAAP financial measures to the comparable GAAP financial measures is also contained in Exhibit 99.1.

The information furnished under Item 2.02 of this Report, including Exhibit 99.1 shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act ), as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

#### Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

#### **Exhibit**

No. Description

Exhibit 99.1 Press release of the Registrant dated November 2, 2011 containing financial information for the third quarter ended September 30, 2011.

#### **SIGNATURE**

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

## MSCI Inc.

Date: November 2, 2011 By: /s/ Henry A. Fernandez

Name: Henry A. Fernandez

Title: Chief Executive Officer, President and Chairman

## Exhibit Index

Exhibit	
No.	Description

Press release of the Registrant dated November 2, 2011 containing financial information for the third quarter ended September 30, 2011.