

Bhansali Roveen  
 Form 3  
 November 13, 2012

**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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Bhansali Roveen</p> <p>(Last) (First) (Middle)</p> <p>MSCI INC., 7 WORLD TRADE CENTER,Â 250 GREENWICH STREET, 49TH FLOOR</p> <p>(Street)</p> <p>NEW YORK,Â NYÂ 10007</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>11/05/2012</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>MSCI Inc. [MSCI]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner  <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other                  (give title below) (specify below)                  Head of Risk Mgmt Analytics</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	16,848 <u>(1)</u> <u>(2)</u> <u>(3)</u>	D	Â

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a 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)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Option to Purchase Common Stock	11/14/2011	11/14/2017	Common Stock	10,892	\$ 18	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bhansali Roveen MSCI INC., 7 WORLD TRADE CENTER 250 GREENWICH STREET, 49TH FLOOR NEW YORK, NY 10007	Â	Â	Â Head of Risk Mgmt Analytics	Â

## Signatures

/s/ Cecilia Aza, attorney-in-fact  
11/13/2012

Signature of Reporting Person Date

## 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).
- Includes (i) 13,312 restricted stock units (RSUs) vesting and converting to shares of common stock as follows: 2,895 on December 17, 2012, 2,676 on each of December 14, 2012 and 2013, 1,689 on February 2, 2013 and 1,688 on each of February 2, 2014 and 2015, (ii)
- (1) 1,003 performance stock units (PSUs) representing the minimum payout related to the grant on December 14, 2010 of 2,006 PSUs subject to time- and performance-vesting (2010 PSUs) and (iii) 2,533 PSUs representing the minimum payout related to the grant on February 2, 2012 of 5,065 PSUs subject to time- and performance-vesting (2011 PSUs). [cont FN2]
- [cont from FN1] The 2010 PSUs time-vest at a rate of 50% on each of December 31, 2012 and 2013 and performance-vest (within a range of 50% and 150%) based on the achievement of certain cumulative performance metrics for the 2011 and 2012 fiscal years. The
- (2) first tranche of 2010 PSUs generally converts to shares of common stock no earlier than January 1 and no later than March 15, 2013 and the second tranche of 2010 PSUs generally converts to shares of common stock no earlier than January 1 and no later than March 15, 2014. [cont FN3]
- [cont from FN2] The 2011 PSUs time-vest at a rate of 50% on each of December 31, 2013 and 2014 and performance-vest (within a range of 50% and 150%) based on the achievement of certain cumulative performance metrics for the 2012 and 2013 fiscal years. The
- (3) first tranche of 2011 PSUs generally converts to shares of common stock no earlier than January 1 and no later than March 15, 2014 and the second tranche of 2011 PSUs generally converts to shares of common stock no earlier than January 1 and no later than March 15, 2015. Each RSU and PSU represents a contingent right to receive one share of common stock.

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.