

MSCI Inc.
Form 8-K
October 02, 2012

**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): October 2, 2012

MSCI Inc.
(Exact name of registrant as specified in its charter)

| | | | |
|--|-------------------------------------|--|--|
| Delaware | 001-33812 | 13-4038723 | |
| <i>(State or other jurisdiction of incorporation)</i> | <i>(Commission File Number)</i> | <i>(IRS Employer Identification No.)</i> | |
| 7 World Trade Center, 250 Greenwich St, 49th Floor, New York, NY | | 10007 | |
| <i>(Address of principal executive offices)</i> | | <i>(Zip Code)</i> | |
| (212) 804-3900 | | | |
| <i>(Registrant's telephone number, including area code)</i> | | | |

NOT APPLICABLE
(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 8.01 Other Events.

On October 2, 2012, MSCI Inc. (the “Registrant”) issued a press release in response to an announcement by Vanguard of its planned transition of certain index fund benchmarks.

The full text of the press release is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit No. | Description |
|--------------------|--|
| Exhibit 99.1 | Press Release of the Registrant dated October 2, 2012. |

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: October 2, 2012 By: /s/ Henry A. Fernandez
Name: Henry A. Fernandez
Title: Chief Executive Officer, President and Chairman

Exhibit Index

| Exhibit No. | Description |
|--------------------|--|
| 99.1 | Press Release of the Registrant dated October 2, 2012. |