### Edgar Filing: KINNEY CATHERINE R - Form 4

#### KINNEY CATHERINE R

Form 4 May 03, 2013

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

OMB 3235-0287 Number:

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* KINNEY CATHERINE R

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Last)

(City)

(First)

(Street)

(State)

(Middle)

(Zip)

MSCI Inc. [MSCI] 3. Date of Earliest Transaction

(Month/Day/Year)

(Check all applicable)

MSCI INC., 7 WORLD TRADE

05/01/2013

\_X\_\_ Director 10% Owner Other (specify Officer (give title below)

CENTER, 250 GREENWICH ST.

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

NEW YORK, NY 10007

| (City)          | (State) (Z          | Zip) Table                            | I - Non-De | erivative Securities A | Acquired, Disposed | of, or Beneficia | lly Owned    |
|-----------------|---------------------|---------------------------------------|------------|------------------------|--------------------|------------------|--------------|
| 1.Title of      | 2. Transaction Date |                                       | 3.         | 4. Securities          | 5. Amount of       | 6. Ownership     | 7. Nature of |
| Security        | (Month/Day/Year)    | · · · · · · · · · · · · · · · · · · · |            | onAcquired (A) or      | Securities         | Form: Direct     | Indirect     |
| (Instr. 3)      |                     | any                                   | Code       | Disposed of (D)        | Beneficially       | (D) or           | Beneficial   |
|                 |                     | (Month/Day/Year)                      | (Instr. 8) | (Instr. 3, 4 and 5)    | Owned              | Indirect (I)     | Ownership    |
|                 |                     |                                       |            |                        | Following          | (Instr. 4)       | (Instr. 4)   |
|                 |                     |                                       |            |                        | Reported           |                  |              |
|                 |                     |                                       |            | (A)                    | Transaction(s)     |                  |              |
|                 |                     |                                       |            | or                     | (Instr. 3 and 4)   |                  |              |
|                 |                     |                                       | Code V     | Amount (D) Price       | ce (msur. s und 1) |                  |              |
| Common<br>Stock | 05/01/2013          |                                       | A          | 751 (1) A \$ 0         | 9,658              | D                |              |
| Common<br>Stock | 05/01/2013          |                                       | A          | 2,705 A \$0            | 12,363             | D                |              |

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

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | cisable and | 7. Title        | and          | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|-----------------|--------------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | onNumber   | Expiration D  | ate         | Amoun           | t of         | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)       | Underly         | ying         | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |             | Securit         | ies          | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities |               |             | (Instr. 3       | 3 and 4)     |             | Own    |
|             | Security    |                     |                    |            | Acquired   |               |             |                 |              |             | Follo  |
|             | •           |                     |                    |            | (A) or     |               |             |                 |              |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |             |                 |              |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |             |                 |              |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |             |                 |              |             |        |
|             |             |                     |                    |            | 4, and 5)  |               |             |                 |              |             |        |
|             |             |                     |                    |            |            |               |             |                 | A manuat     |             |        |
|             |             |                     |                    |            |            |               |             |                 | Amount       |             |        |
|             |             |                     |                    |            |            | Date          | Expiration  |                 | Or<br>Number |             |        |
|             |             |                     |                    |            |            | Exercisable   | Date        | Title Number of |              |             |        |
|             |             |                     |                    | C + V      | (A) (D)    |               |             |                 |              |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |               |             |                 | Shares       |             |        |

X

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

KINNEY CATHERINE R MSCI INC. 7 WORLD TRADE CENTER, 250 GREENWICH ST. NEW YORK, NY 10007

## **Signatures**

/s/ Cecilia Aza, 05/03/2013 Attorney-in-Fact

\*\*Signature of Reporting Person

### **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 4(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).
- Pursuant to the MSCI Inc. Independent Directors Deferral Plan ("Deferral Plan"), the Reporting Person has elected to defer receipt of the **(1)** shares until the 60th day after such Reporting Person's "separation from service" as a director.
- Restricted Stock Units vesting May 1, 2014. Pursuant to the Deferral Plan, the Reporting Person has elected to defer receipt of the shares issuable upon vesting until the 60th day after such Reporting Person's "separation from service" as a director.

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.

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