

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

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**FORM 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 12, 2013

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**MSCI Inc.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-33812**  
(Commission  
File Number)

**13-4038723**  
(IRS Employer  
Identification No.)

**7 World Trade Center, 250 Greenwich St, 49th Floor, New York, NY 10007**  
(Address of principal executive offices) (Zip Code)

**(212) 804-3900**  
(Registrant's telephone number, including area code)

**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))
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**Item 5.02**      **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) On December 12, 2013, David C. Brierwood notified MSCI Inc. (the “Company”) of his decision to retire as Chief Operating Officer, effective as of February 14, 2014. Mr. Brierwood will continue in his position through such date and has indicated that he intends to assist the Company with a successful transition of his responsibilities. Mr. Brierwood informed the Company that he is leaving to pursue a broad array of personal interests.

**Item 9.01**      **Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of MSCI Inc. dated December 18, 2013

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**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.

**MSCI Inc.**

By: /s/ Henry Fernandez

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Name: Henry Fernandez

Title: Chief Executive Officer

Date: December 18, 2013

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## INDEX TO EXHIBITS

Exhibit No.	Description
99.1	Press Release of MSCI Inc. dated December 18, 2013

## COO David Brierwood to Retire From MSCI

NEW YORK--(BUSINESS WIRE)--December 18, 2013--MSCI Inc. (NYSE: MSCI), a leading provider of investment decision support tools worldwide, announced today that its Chief Operating Officer, David Brierwood, will retire from MSCI in February 2014.

“We thank David for his valuable service to MSCI. When he joined the company as Chief Operating Officer in 2006, MSCI was a part of Morgan Stanley with a run rate of \$300 million. His leadership helped us to become a standalone public company with a run rate of more than \$1 billion. Among his many accomplishments, he helped to deepen MSCI’s global footprint and played a key role in the acquisitions and subsequent integrations of RiskMetrics in 2010 and IPD in 2012,” said Henry Fernandez, Chairman and CEO. “We wish him all the best as he enters this new phase of his life.”

Mr. Brierwood informed the company of his decision to retire at the end of last week and has agreed to stay on through February 14, 2014 to aid with the transition of his responsibilities.

### About MSCI

MSCI Inc. is a leading provider of investment decision support tools to investors globally, including asset managers, banks, hedge funds and pension funds. MSCI products and services include indices, portfolio risk and performance analytics, and governance tools.

The company’s flagship product offerings are: the MSCI indices with approximately USD 7.5 trillion estimated to be benchmarked to them on a worldwide basis<sup>1</sup>; Barra multi-asset class factor models, portfolio risk and performance analytics; RiskMetrics multi-asset class market and credit risk analytics; IPD real estate information, indices and analytics; MSCI ESG (environmental, social and governance) Research screening, analysis and ratings; ISS corporate governance research, data and outsourced proxy voting and reporting services; and FEA valuation models and risk management software for the energy and commodities markets. MSCI is headquartered in New York, with research and commercial offices around the world. MSCI#IR

<sup>1</sup>As of March 31, 2013, as reported on July 31, 2013 by eVestment, Lipper and Bloomberg

**For further information on MSCI, please visit our web site at [www.msci.com](http://www.msci.com)**

### Forward-Looking Statements

This press release may contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements relate to future events or to future financial performance and involve known and unknown risks, uncertainties and other factors that may cause our actual results, levels of activity, performance, or achievements to be materially different from any future results, levels of activity, performance, or achievements expressed or implied by these forward-looking statements. In some cases, you can identify forward-looking statements by the use of words such as “may,” “could,” “expect,” “intend,” “plan,” “seek,” “anticipate,” “believe,” “estimate,” “predict,” “potential,” or “continue,” or the negative of these terms or other comparable terminology. You should not place undue reliance on forward-looking statements because they involve known and unknown risks, uncertainties and other factors that are, in some cases, beyond our control and that could materially affect actual results, levels of activity, performance, or achievements.

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Any forward-looking statement in this release reflects MSCI's current views with respect to future events and is subject to risks, uncertainties and assumptions relating to MSCI's operations, results of operations, growth strategy and liquidity. MSCI assumes no obligation to publicly update or revise these forward-looking statements for any reason, whether as a result of new information, future events, or otherwise, except as required by law.

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