# SECURITIES & EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G/A\*

Under the Securities Exchange Act of 1934 (Amendment No. 1)\*

		MSCI Inc.		
		(Name of Issue	er)	
		Class A Common S	Stock	
	(T	itle of Class of So	ecurities)	
		55354G100		
		(CUSIP Number	r)	
		December 31,	2009	
	(Date of Event	Which Requires Fi	ling of this Stateme	ent)
Schedule 13G/ [ ] Rul [X] Rul		box to designate tl	he rule pursuant to	which this
		(Page 1 of 18 Pa	ages)	
person's init securities, a	ainder of this ial filing on nd for any sub	this form with resp	be filled out for a pect to the subject containing informat er page.	class of
deemed to be of 1934 ("Act	"filed" for pu ") or otherwis	rposes of Section : e subject to the li	r of this cover page 18 of the Securities iabilities of that s ons of the Act (howe	Exchange Act section of the
CUSIP No. 553	54G100	13G/A	Page 2 of	18 Pages
ľ	AMES OF REPORT .R.S. IDENTIFI F ABOVE PERSON	CATION NO. S (ENTITIES ONLY)	ne Spruce, L.P.	
(2) C	HECK THE APPRO	PRIATE BOX IF A ME		(a) [X] (b) [ ]
(3) S	EC USE ONLY			
(4) C	ITIZENSHIP OR	PLACE OF ORGANIZAT	ION	
NUMBER OF	(5) SOLE VO	TING POWER		
SHARES			-0-	
BENEFICIALLY	(6) SHARED	VOTING POWER		
OWNED BY	· -		46,970	

EACH	(7)	20FE D12502111AE	PUWER	-0-	
REPORTING					
PERSON WITH	(8)	SHARED DISPOSITI	VE POWER	46,970	
(9)		TE AMOUNT BENEFIC REPORTING PERSON		46,970	
(10)		OX IF THE AGGREGA (9) EXCLUDES CERT		**	[]
(11)		OF CLASS REPRESE NT IN ROW (9)	NTED	less than 0.1%	
(12)	TYPE OF	REPORTING PERSON	**	PN	
		** SEE INSTRUCT	IONS BEFORE	FILLING OUT!	

CUSIP No. 5	55354	G100	13G/A	Page	3 of 18 Pages
(1)	I.R	.s.	F REPORTING PERSONS IDENTIFICATION NO. E PERSONS (ENTITIES ONL)	ſ) Lone Balsam, L.P.	
(2)	CHE	CK T	HE APPROPRIATE BOX IF A		(a) [X] (b) [ ]
(3)	SEC	USE			
(4)	CIT	IZEN	SHIP OR PLACE OF ORGANIZ Delaware	ZATION	
NUMBER OF		(5)	SOLE VOTING POWER	-0-	
BENEFICIALL	LY	(6)	SHARED VOTING POWER	103,068	
EACH REPORTING		(7)	SOLE DISPOSITIVE POWER	-0-	
PERSON WITH	4	(8)	SHARED DISPOSITIVE POWE	103,068	
(9)			TE AMOUNT BENEFICIALLY ( REPORTING PERSON		
(10)	IN	ROW	OX IF THE AGGREGATE AMOU (9) EXCLUDES CERTAIN SHA	ARES **	[ ]
(11)	PER	CENT	OF CLASS REPRESENTED NT IN ROW (9)	0.1%	
(12)	TYP	E OF	REPORTING PERSON **	PN	
			** SEE INSTRUCTIONS BE	EFORE FILLING OUT!	

CUSIP NO. 5	5354G100	9 13G/	A Pa	age 4 of 18 Pages
(1)	I.R.S. OF ABO	OF REPORTING PERSONS IDENTIFICATION NO. /E PERSONS (ENTITIES O	Lone Sequoia,	L.P.
		THE APPROPRIATE BOX IF	A MEMBER OF A GR	
(3)	SEC USI	E ONLY		
,		NSHIP OR PLACE OF ORGA Delaware	NIZATION	
 NUMBER OF SHARES		SOLE VOTING POWER	-0-	
BENEFICIALL	Y (6)	SHARED VOTING POWER	86,106	
EACH	(7)	SOLE DISPOSITIVE POW	/ER -0-	
REPORTING PERSON WITH	(8)	SHARED DISPOSITIVE P	OWER 86,106	
(9)		ATE AMOUNT BENEFICIALL H REPORTING PERSON		
	CHECK F	30X IF THE AGGREGATE A	MOLINT	[ ]
(11)	PERCENT	T OF CLASS REPRESENTED JNT IN ROW (9)		
	TYPE 0	REPORTING PERSON **		

SENEFICIALLY (6) SHARED VOTING POWER  2,097,107  WACH (7) SOLE DISPOSITIVE POWER  -0-	CUSIP No. 5	5354G10	00 1	L3G/A	Page 5 of 18 Pag	ges
(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **  (a) [X]  (b) []  (3) SEC USE ONLY  (4) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  UMBER OF (5) SOLE VOTING POWER  -0-  HARRES  ENEFICIALLY (6) SHARED VOTING POWER  ACH (7) SOLE DISPOSITIVE POWER  -0-  EPORTING  PERSON WITH (8) SHARED DISPOSITIVE POWER  2,097,107  (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  2,097,107  (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ** []  (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  2.0%  (12) TYPE OF REPORTING PERSON **	(1)	I.R.S.	OF REPORTING PERSON IDENTIFICATION NO.	IS ES ONLY) Lone (	Cascade, L.P.	
(3) SEC USE ONLY  (4) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  UMBER OF (5) SOLE VOTING POWER  SHARES  SENEFICIALLY (6) SHARED VOTING POWER  2,097,107  WNED BY  ACH (7) SOLE DISPOSITIVE POWER  SEPORTING  SEPORTING  PERSON WITH (8) SHARED DISPOSITIVE POWER  2,097,107  (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  2,097,107  (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ** []  (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  2.0%  (12) TYPE OF REPORTING PERSON **	(2)	CHECK		( IF A MEMBER	R OF A GROUP ** (a)   (b)	
(4) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  IUMBER OF (5) SOLE VOTING POWER -0- HARES  ENEFICIALLY (6) SHARED VOTING POWER 2,097,107  WNED BY  ACH (7) SOLE DISPOSITIVE POWER -0- EPORTING  ERSON WITH (8) SHARED DISPOSITIVE POWER 2,097,107  (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,097,107  (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ** []  (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  2.0%  (12) TYPE OF REPORTING PERSON **	(3)	SEC US				
TUMBER OF (5) SOLE VOTING POWER  -0-  SENEFICIALLY (6) SHARED VOTING POWER  2,097,107  WHOED BY  ACH (7) SOLE DISPOSITIVE POWER  -0-  SEPORTING  FERSON WITH (8) SHARED DISPOSITIVE POWER  2,097,107  (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  2,097,107  (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ** []  (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  2.0%  (12) TYPE OF REPORTING PERSON **	(4)	CITIZE		ORGANIZATION		
WNED BY  2,097,107  ACH (7) SOLE DISPOSITIVE POWER  -0- PEPORTING  ERSON WITH (8) SHARED DISPOSITIVE POWER  2,097,107  (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  2,097,107  (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES **  [1]  (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  2.0%  (12) TYPE OF REPORTING PERSON **	NUMBER OF	(5)	SOLE VOTING POWER	₹		
TERSON WITH (8) SHARED DISPOSITIVE POWER  2,097,107  (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  2,097,107  (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES **  [1]  (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  2.0%  (12) TYPE OF REPORTING PERSON **	BENEFICIALL OWNED BY	.Y (6)	) SHARED VOTING POW		2,097,107	
2,097,107  (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  2,097,107  (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES **  []  (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  2.0%  (12) TYPE OF REPORTING PERSON **	EACH REPORTING	(7)	) SOLE DISPOSITIVE		-0-	
BY EACH REPORTING PERSON  2,097,107  (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES **  []  (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  2.0%  (12) TYPE OF REPORTING PERSON **	PERSON WITH	l (8)	) SHARED DISPOSITIV		2,097,107	
IN ROW (9) EXCLUDES CERTAIN SHARES ** [ ]  (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  2.0%  (12) TYPE OF REPORTING PERSON **	(9)				2,097,107	
(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 2.0%  (12) TYPE OF REPORTING PERSON **	` ,	IN ROW	(9) EXCLUDES CERTA	AIN SHARES **	* [	]
(12) TYPE OF REPORTING PERSON **		PERCEN	IT OF CLASS REPRESEN	ITED 2	2.0%	
	(12)	TYPE C	OF REPORTING PERSON	* *		
** SEE INSTRUCTIONS BEFORE FILLING OUT!			** SEE INSTRUCTI	ONS BEFORE F	FILLING OUT!	

CUSIP No. 5	55354	G100	13G/A	Page	e 6 of 18 Pages
(1)	I.R	IES 0	F REPORTING PERSONS IDENTIFICATION NO. E PERSONS (ENTITIES ONL	Y) Lone Sierra, L.F	
(2)	CHE	CK T	HE APPROPRIATE BOX IF A		JP ** (a) [X] (b) [ ]
(3)	SEC	USE			
(4)	CIT	IZEN	SHIP OR PLACE OF ORGANI Delaware	ZATION	
NUMBER OF		(5)	SOLE VOTING POWER	-0-	
BENEFICIALL	LY	(6)	SHARED VOTING POWER	102,825	
EACH REPORTING		(7)	SOLE DISPOSITIVE POWER	-0-	
PERSON WITH	4	(8)	SHARED DISPOSITIVE POW	102,825	
(9)			TE AMOUNT BENEFICIALLY REPORTING PERSON		
(10)	IN	ROW	OX IF THE AGGREGATE AMO (9) EXCLUDES CERTAIN SH	ARES **	[ ]
(11)	PER	CENT	OF CLASS REPRESENTED NT IN ROW (9)	0.1%	
(12)	TYP	E OF	REPORTING PERSON **	PN	
			** SEE INSTRUCTIONS B	EFORE FILLING OUT	Γ!

53541	G100		13G/A	Paç	ge 7 of	18 Pages
I.R	.s.	IDENTIFICATION	NO. TTIES ONLY)	Pine Assoc	ciates L	LC
CHE	CK T				 OUP **	(a) [X] (b) [ ]
SEC	USE	ONLY				
		SHIP OR PLACE (	OF ORGANIZATIO	N		
		SOLE VOTING PO		-0-		
Y	(6)	SHARED VOTING	POWER	236,144		
-	(7)	SOLE DISPOSITI	VE POWER	- 0 -		
-	(8)	SHARED DISPOSI	TTIVE POWER	236,144		
						[]
PER	CENT	OF CLASS REPRE	ESENTED	0.2%		
			 60N **	00		
	I.R OF A CHE	I.R.S. OF ABOV  CHECK T  SEC USE  CITIZEN  (5)  Y (6)  (7)  (8)  AGGREGA BY EACH  CHECK B IN ROW  PERCENT BY AMOU	I.R.S. IDENTIFICATION OF ABOVE PERSONS (ENTIT  CHECK THE APPROPRIATE  SEC USE ONLY  CITIZENSHIP OR PLACE OF Delawa  (5) SOLE VOTING PO  (6) SHARED VOTING  (7) SOLE DISPOSITION  (8) SHARED DISPOSITION  (8) SHARED DISPOSITION  AGGREGATE AMOUNT BENEF BY EACH REPORTING PERSON  CHECK BOX IF THE AGGRE IN ROW (9) EXCLUDES CERT OF CLASS REPRE BY AMOUNT IN ROW (9)	CHECK THE APPROPRIATE BOX IF A MEMB  SEC USE ONLY  CITIZENSHIP OR PLACE OF ORGANIZATIO Delaware  (5) SOLE VOTING POWER  (7) SOLE DISPOSITIVE POWER  (8) SHARED DISPOSITIVE POWER  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	I.R.S. IDENTIFICATION NO.  OF ABOVE PERSONS (ENTITIES ONLY)  Lone Pine Associated Security (Entities only)  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUNT SECURE ONLY  CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  (5) SOLE VOTING POWER  -0-  Y (6) SHARED VOTING POWER  236,144  (7) SOLE DISPOSITIVE POWER  -0-  (8) SHARED DISPOSITIVE POWER  236,144  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  236,144  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES **  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  0.2%	I.R.S. IDENTIFICATION NO.  OF ABOVE PERSONS (ENTITIES ONLY)  Lone Pine Associates L  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP **  SEC USE ONLY  CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  (5) SOLE VOTING POWER  -0-  Y (6) SHARED VOTING POWER  236,144  (7) SOLE DISPOSITIVE POWER  -0-  (8) SHARED DISPOSITIVE POWER  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  236,144  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES **  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  0.2%

CUSIP No. 5	5354G100	9 13G//	A P	age 8 of 18 Pages
(1)	I.R.S.	DF REPORTING PERSONS IDENTIFICATION NO. /E PERSONS (ENTITIES O		
(2)		THE APPROPRIATE BOX IF		ROUP ** (a) [X] (b) [ ]
(3)	SEC USE	E ONLY		
		NSHIP OR PLACE OF ORGAI Delaware		
NUMBER OF		SOLE VOTING POWER	-0-	
BENEFICIALL OWNED BY	Y (6)	SHARED VOTING POWER	2,199,93	2
EACH REPORTING	(7)	SOLE DISPOSITIVE POWE	ER -0-	
PERSON WITH	(8)	SHARED DISPOSITIVE PO	OWER 2,199,93	32
(9)		ATE AMOUNT BENEFICIALLY H REPORTING PERSON	Y OWNED 2,199,93	2
(10)	CHECK E	BOX IF THE AGGREGATE AN	MOUNT SHARES **	[]
(11)		T OF CLASS REPRESENTED JNT IN ROW (9)	2.1%	
(12)	TYPE OF	REPORTING PERSON **	00	
		** SEE INSTRUCTIONS	 BEFORE FILLING	OUT!

CUSIP No. 5	55354	G100	13G/A	Page 9 of 18 F	ages
(1)	I.R	ES 0 .S.		one Pine Capital LLC	
(2)	CHE	CK T	HE APPROPRIATE BOX IF A M	(a) (b)	[x]
(3)	SEC	USE	ONLY		
(4)	CIT	IZEN	SHIP OR PLACE OF ORGANIZA Delaware	TION	
NUMBER OF		(5)	SOLE VOTING POWER	-0-	
BENEFICIALL	LY	(6)	SHARED VOTING POWER	2,150,909	
EACH REPORTING		(7)	SOLE DISPOSITIVE POWER	- 0 -	
PERSON WITH	4	(8)	SHARED DISPOSITIVE POWER	2,150,909	
(9)			TE AMOUNT BENEFICIALLY OWN REPORTING PERSON	NED 2,150,909	
(10)	IN	ROW	OX IF THE AGGREGATE AMOUN (9) EXCLUDES CERTAIN SHAR	ES **	[]
(11)	PER	CENT		2.0%	
(12)	TYP	E OF	REPORTING PERSON **	IA	
			** SEE INSTRUCTIONS BEF	ORE FILLING OUT!	

CUSIP No. 5	55354G1	90	13G/A	Page 10 of 18 I	Pages
(1)	I.R.S OF ABO	OF REPORTING . IDENTIFICA OVE PERSONS	G PERSONS TION NO. (ENTITIES ONLY)	Stephen F. Mandel, .	Jr.
(2)		THE APPROPR		MBER OF A GROUP ** (a) (b)	[x]
(3)	SEC US	SE ONLY			
(4)	CITIZI		ACE OF ORGANIZAT nited States	ION	
IUMBER OF	(5	) SOLE VOTI		-0-	
BENEFICIALL	-Y (6)	) SHARED VO	TING POWER	4,586,985	
ACH REPORTING	(7)	) SOLE DISPO	OSITIVE POWER	-0-	
PERSON WITH	H (8)	) SHARED DIS	SPOSITIVE POWER	4,586,985	
(9)		GATE AMOUNT I	BENEFICIALLY OWN PERSON	4,586,985	
(10)	CHECK IN RO	BOX IF THE A	AGGREGATE AMOUNT ES CERTAIN SHARE		[ ]
(11)		NT OF CLASS I		4.4%	
(12)	TYPE (	OF REPORTING	PERSON **	IN	
(12)		DF REPORTING		IN	

Item 1(a). Name of Issuer:

MSCI Inc. (the "Issuer").

Item 1(b). Address of Issuer's Principal Executive Offices:

13G/A

Wall Street Plaza, 88 Pine Street, New York, NY 10005

Name of Person Filing: Item 2(a).

This statement is filed by:

- (i) Lone Spruce, L.P., a Delaware limited partnership ("Lone Spruce"), with respect to the Common Stock (defined in Item 2(d) below) directly owned by it;
- (ii) Lone Balsam, L.P., a Delaware limited partnership ("Lone Balsam"), with respect to the Common Stock directly owned by it;
- (iii) Lone Sequoia, L.P., a Delaware limited partnership ("Lone Sequoia"), with respect to the Common Stock directly owned by it;
- (v) Lone Sierra, L.P., a Delaware limited partnership ("Lone Sierra"), with respect to the Common Stock directly owned by it;
- (vi) Lone Pine Associates LLC, a Delaware limited liability company ("Lone Pine"), with respect to the Common Stock directly owned by Lone Spruce, Lone Balsam and Lone Sequoia;
- (vii) Lone Pine Members LLC, a Delaware limited liability company ("Lone Pine Members"), with respect to the Common Stock directly owned by Lone Cascade and Lone Sierra;
- (viii) Lone Pine Capital LLC, a Delaware limited liability company ("Lone Pine Capital"), which serves as investment manager to Lone Cypress, Ltd. ("Lone Cypress"), Lone Kauri, Ltd. ("Lone Kauri") and Lone Monterey Master Fund, Ltd. ("Lone Monterey Master Fund"), each a Cayman Islands exempted company, with respect to the Common Stock directly owned by each of Lone Cypress, Lone Kauri and Lone Monterey Master Fund;
  - (ix) Stephen F. Mandel, Jr. ("Mr. Mandel"), with respect to the Common Stock directly owned by each of Lone Spruce, Lone Balsam, Lone Sequoia, Lone Cascade, Lone Sierra, Lone Cypress, Lone Kauri and Lone Monterey Master Fund.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons". Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of the business office of each of the Reporting Persons is Two Greenwich Plaza, Greenwich, Connecticut 06830.

Item 2(c). Citizenship:

Lone Spruce, Lone Balsam, Lone Sequoia, Lone Cascade and Lone Sierra are limited partnerships organized under the laws of the State of Delaware. Lone Pine, Lone Pine Members and Lone Pine Capital are limited liability companies organized under the laws of the State of Delaware. Mr. Mandel is a United States citizen.

Item 2(d). Title of Class of Securities:

Class A Common Stock, \$0.01 par value per share (the "Common Stock")

Item 2(e). CUSIP Number:

55354G100

Item	3.	Ιf	this	sta	temer	nt i	.S	filed	pursu	ıant	to	Rules	13d-	1(b)	or	13d-2(b)	) 01
(c),	che	eck	wheth	ner i	the p	oers	on	filir	ng is	a:							

- (a) [ ] Broker or dealer registered under Section 15 of the Act,
- (b) [ ] Bank as defined in Section 3(a)(6) of the Act,
- (c) [ ] Insurance Company as defined in Section 3(a)(19) of the Act,
- (d) [ ] Investment Company registered under Section 8 of the Investment Company Act of 1940,
- (f) [ ] Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b)(1)(ii)(F),
- (g) [ ] Parent Holding Company or control person in accordance with Rule 13d-1(b)(1)(ii)(G),
- (h) [ ] Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act,
- (i) [ ] Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940,
- (j) [ ] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check the box. [X]

## Item 4. Ownership.

- A. Lone Spruce, L.P.
  - (a) Amount beneficially owned: 46,970
- (b) Percent of class: less than 0.1% The percentages used herein and in the rest of Item 4 are calculated based upon the 104,988,489 shares of Common Stock issued and outstanding as of January 25, 2010, as reported in the Issuer's Annual Report on Form 10-K for the fiscal year ended November 30, 2009, filed on January 29, 2010.
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 46,970
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 46,970

- B. Lone Balsam, L.P.
  - (a) Amount beneficially owned: 103,068
  - (b) Percent of class: 0.1%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 103,068
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 103,068
- C. Lone Sequoia, L.P.
  - (a) Amount beneficially owned: 86,106
  - (b) Percent of class: 0.1%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 86,106
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 86.106
- D. Lone Cascade, L.P.
  - (a) Amount beneficially owned: 2,097,107
  - (b) Percent of class: 2.0%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 2,097,107
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 2,097,107
- E. Lone Sierra, L.P.
  - (a) Amount beneficially owned: 102,825
  - (b) Percent of class: 0.1%
  - (c)(i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: 102,825
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 102,825
- F. Lone Pine Associates LLC
  - (a) Amount beneficially owned: 236,144
  - (b) Percent of class: 0.2%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 236,144
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 236,144

- G. Lone Pine Members LLC
  - (a) Amount beneficially owned: 2,199,932
  - (b) Percent of class: 2.1%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 2,199,932
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 2,199,932
- H. Lone Pine Capital LLC
  - (a) Amount beneficially owned: 2,150,909
  - (b) Percent of class: 2.0%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 2,150,909
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 2,150,909
- I. Stephen F. Mandel, Jr.
  - (a) Amount beneficially owned: 4,586,985
  - (b) Percent of class: 4.4%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 4,586,985
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 4,586,985
- Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

See Item 2.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Each of the Reporting Persons hereby makes the following certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

## **SIGNATURES**

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

13G/A

DATED: February 16, 2010

By:

Stephen F. Mandel, Jr., individually and (a) as Managing Member of Lone Pine Associates LLC, for itself and as the general partner of (i) Lone Spruce, L.P., (ii) Lone Balsam, L.P. and (iii) Lone Sequoia, L.P.; (b) as Managing Member of Lone Pine Members LLC, for itself and as the general partner of (i) Lone Cascade, L.P. and (ii) Lone Sierra, L.P.; and (c) as Managing Member of Lone Pine Capital LLC

#### EXHIBIT 1

#### JOINT ACQUISITION STATEMENT PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G/A, is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G/A, shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED: February 16, 2010

By:

Stephen F. Mandel, Jr., individually and (a) as Managing Member of Lone Pine Associates LLC, for itself and as the general partner of (i) Lone Spruce, L.P., (ii) Lone Balsam, L.P. and (iii) Lone Sequoia, L.P.;

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(b) as Managing Member of Lone Pine Members LLC, for itself and as the general partner of (i) Lone Cascade, L.P. and (ii) Lone Sierra, L.P.; and (c) as Managing Member of Lone Pine

Capital LLC