MSCI FOURTH QUARTER & FULL-YEAR 2016

Earnings Presentation

February 2, 2017



FORWARD - LOOKING STATEMENTS

Forward-Looking Statements – Safe Harbor Statements

This earnings presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including without limitation, our full-year 2017 guidance and our long-term targets. These forwardlooking 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 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 our actual results, levels of activity, performance or achievements. Other factors that could materially affect our actual results, levels of activity, performance or achievements can be found in MSCI's Annual Report on Form 10-K for the fiscal year ended December 31, 2015, filed with the Securities and Exchange Commission ("SEC") on February 26, 2016, and in quarterly reports on Form 10-Q and current reports on Form 8-K filed with the SEC. If any of these risks or uncertainties materialize, or if our underlying assumptions prove to be incorrect, actual results may vary significantly from what MSCI projected. Any forward-looking statement in this earnings presentation reflects MSCI's current views with respect to future events and is subject to these and other 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.



OTHER INFORMATION

- Percentage changes and totals in this earnings presentation may not sum due to rounding.
- Percentage changes refer to the comparable period in 2015 and exclude discontinued operations, unless otherwise noted.
- FY 2015 and FY 2016 refer to twelve months ended December 31, 2015, and twelve months ended December 31, 2016, respectively.
- Gross sales include both recurring subscription and non-recurring sales as reported in Table 6: Sales and Aggregate Retention Rate by Segment (unaudited) of the Press Release reporting MSCI's financial results for the fourth quarter and full-year 2016.
- Subscription revenues include the total of recurring subscription and non-recurring revenues as reported in Table 5: Operating Results by Segment and Revenue Type (unaudited) of the Press Release reporting MSCI's financial results for the fourth quarter and full-year 2016.
- Foreign currency exchange rate fluctuations are calculated to be the difference between the current period results as reported compared to the current period results recalculated using the foreign currency exchange rates in effect for the comparable prior period. We do not provide the impact of foreign currency fluctuations on our asset-based fees tied to average AUM, of which approximately two-thirds are invested in securities denominated in currencies other than the U.S. dollar, and accordingly, the impact of any such is excluded from the disclosed foreign currency adjusted variances.
- As a result of the sales of Institutional Shareholder Services Inc. and the Center for Financial Research and Analysis, in Q1'14 MSCI began reporting its former Governance business as discontinued operations in its financial statements. Financial and operating metrics for prior periods have been updated to exclude the Governance business.
- On August 1, 2016, MSCI closed the sale of its Real Estate Occupiers benchmarking business. Unless indicated otherwise, reported financial results and operating metrics have not been updated to exclude the results of this business.



FY 2016 – STRONG EXECUTION¹

REVENUE GROWTH

Operating Revenues

+7.0%

OPERATIONAL EFFICIENCY

Lower Operating Expenses / Adj. EBITDA Expenses (1.3%) / (2.0%)

Growth in Operating Income / Adj. EBITDA +20.8% / +18.2%

Operating Margin / Adj. EBITDA Margin Improvement 480bps / 470bps

Lower Full-Year Effective Tax Rate (180bps)

CAPITAL OPTIMIZATION

Lower Diluted Share Count

(12.2%)

Increased Leverage²

+0.4x

Growth in Diluted EPS / Adj. EPS

+33.0% / +30.6%

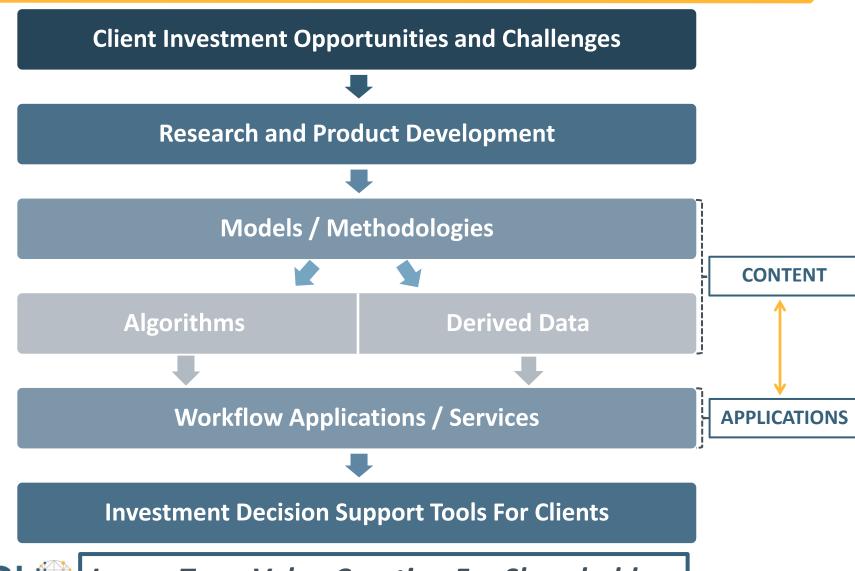


Long - Term Shareholder Value Creation

¹Percentage and other changes refer to full year 2015 unless otherwise noted.

² Leverage = Total Debt / Trailing Twelve Months Adjusted EBITDA.

MSCI – POWER OF THE INTEGRATED FRANCHISE



Q4'16 FINANCIAL SUMMARY

(US\$ in millions, except for EPS)

Operating Revenue

+7.3% +8.3% ex FX1



MSCI

Operating Expenses

Operating Expenses +0.9% +3.5% ex FX



Operating Income

Adj. EBITDA +15.8% +14.9% ex FX1 50.2% 46.5% \$147.0 \$126.9 43.0% \$126.0 39.4% \$107.5 **Operating** Income +17.2% +15.8% ex FX¹ Q4'15 Q4'16 = Depreciation and Amortization

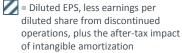
Adj. EBITDA Margin

Operating Margin

Earnings Per Share

Adj. EPS +22.7%





Cash Generation

Cash from Operations +69.3%

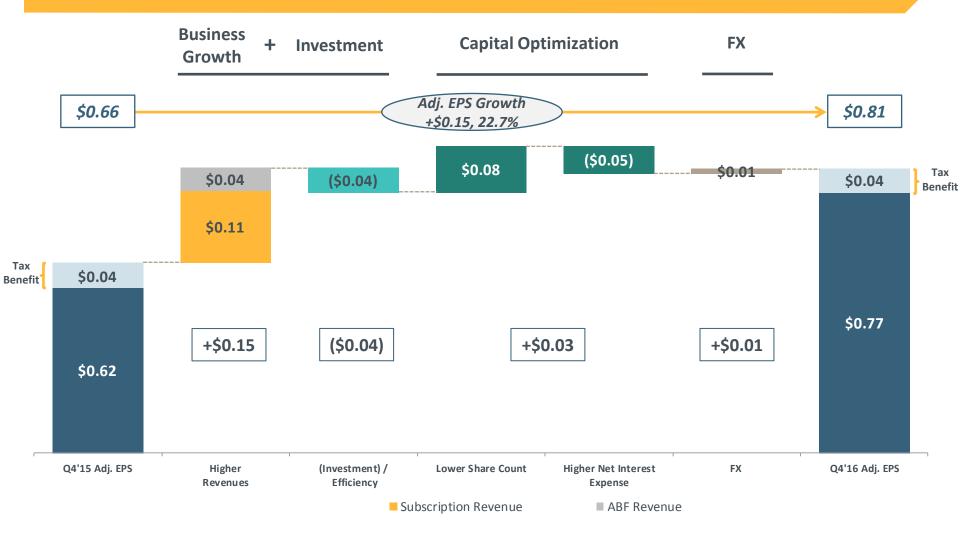






Strong Financial Performance Across All Metrics

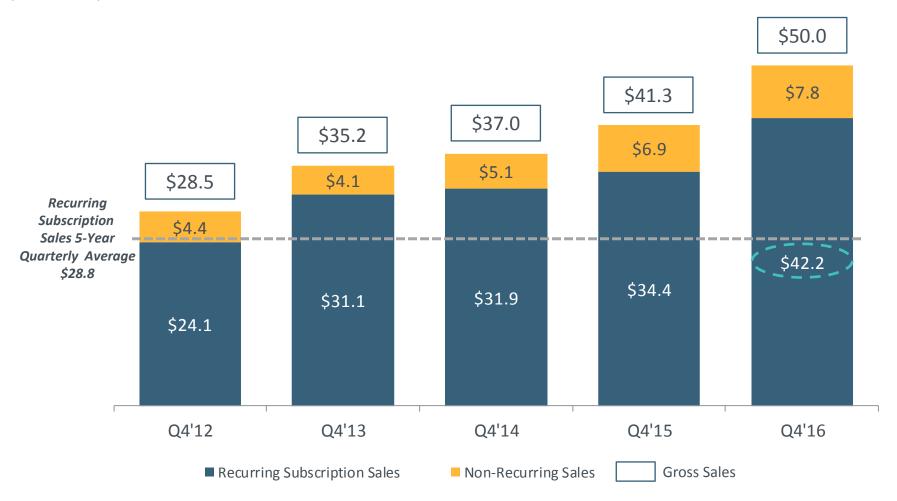
Q4'16 VS. Q4'15 ADJUSTED EPS BRIDGE





Q4'16 – RECORD SALES

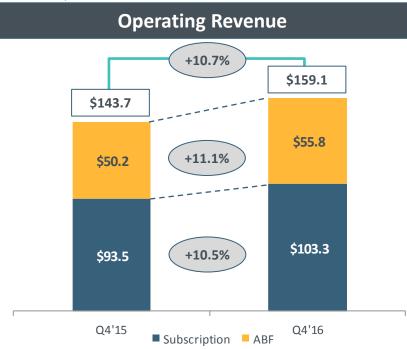
(US\$ in millions)





INDEX SEGMENT

(US\$ in millions)



- Strong growth across all revenue types recurring, asset-based fees (ABF) and non-recurring
- Higher recurring subscription revenues driven by benchmark and data product growth; strength in small cap
- ABF revenue growth driven by non-ETF passive funds, as well as ETF and exchange traded futures and options related revenues



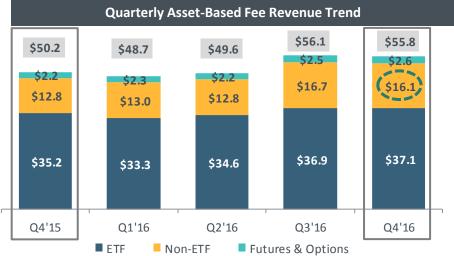


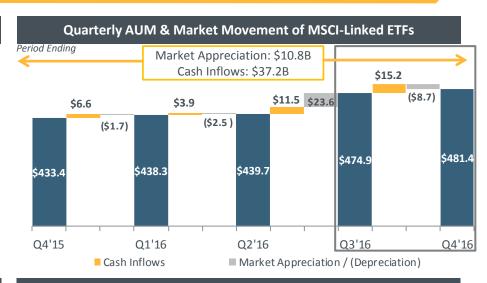
- Double-digit growth in adjusted EBITDA and higher adjusted EBITDA margin
- Margin expansion while continuing to invest in new products and enhance existing products



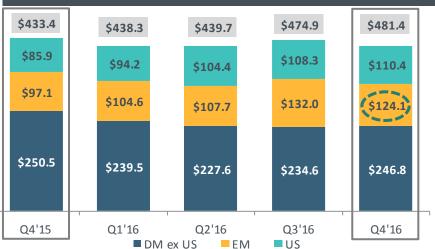
INDEX SEGMENT — ASSET-BASED FEE DETAIL

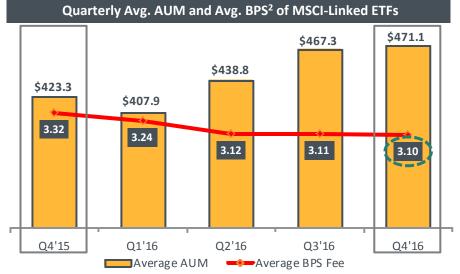
(US\$ in millions, except AUM in billions and Average BPS fee)





Quarter-End AUM by Market Exposure¹ of MSCI-Linked ETFs





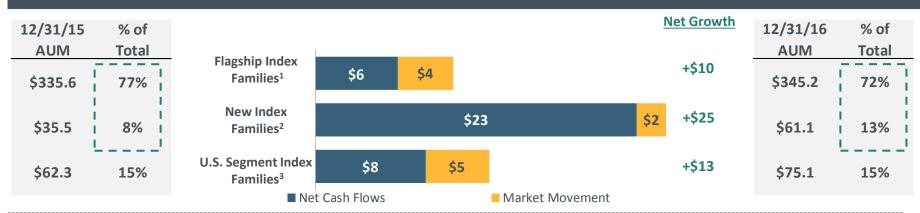


1 Note: US = ETFs linked to MSCI indexes the majority of whose weight is comprised of securities in MSCI Developed Market (DM) countries, primarily or exclusively in the US. DM ex US = ETFs linked to MSCI indexes the majority of whose weight is comprised of securities in MSCI DM countries other than the US. EM = ETFs linked to MSCI indexes the majority of whose weight is comprised of securities that are not in MSCI DM countries.

ETFS LINKED TO MSCI INDEXES – DIFFERENTIATED LICENSING



Growth in ETF AUM Linked to MSCI Indexes



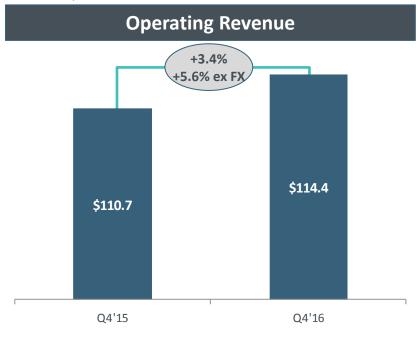
09/30/16	% of				Net Growth	12/31/16	% of
AUM	Total					AUM	Total
\$344.6	73%	Flagship Index Families ¹	(\$6.8)	\$7.4	+\$1	\$345.2	72%
\$56.7	12%	New Index Families ²	(\$1)	\$6	+\$5	\$61.1	13%
\$73.6	15%	U.S. Segment Index Families ³	(\$1)	\$2	+\$1	\$75.1	15%
		■ Net C	ash Flows	Market Movement			

Well Positioned Product Portfolio to Capture Growth From Innovation



ANALYTICS SEGMENT

(US\$ in millions)



- Higher RiskManager revenues and strong contribution from equity models and BarraOne due to increasing use of factors to explain performance
- Solid performance despite challenging market conditions for select client segments

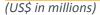
Adj. EBITDA & Adj. EBITDA Margin (%)

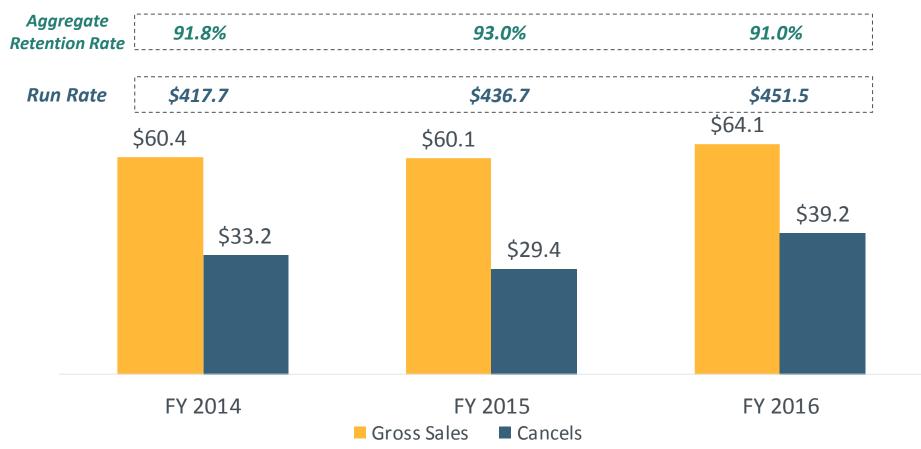


- Focus on profitability has delivered strong growth in operating leverage
- Reinvestment of cost savings into new growth opportunities
- Investing to drive future growth: fixed income, services and launch of the first client-facing version of new Analytics platform



ANALYTICS – GROSS SALES AND CANCELS



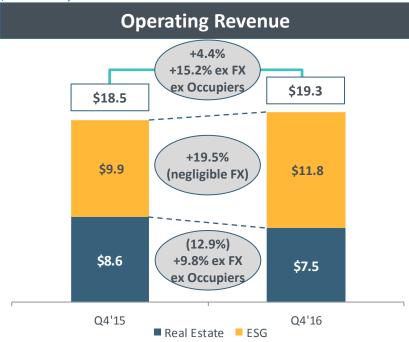


Higher Level of Sales Driven By Banking Segment Elevated Cancels Due to Market Conditions For Select Client Segments



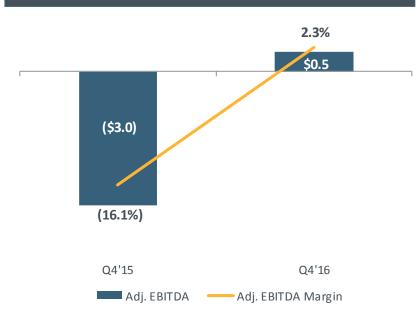
ALL OTHER SEGMENT

(US\$ in millions)



- Strong growth in ESG driven by record quarterly sales - 33% growth in ESG ratings **Run Rate**
- **ESG** integration driving new client sales
- Real Estate impacted by FX revenues up 10% on organic basis, excluding FX impact
- Real Estate market information product Run Rate up by 12%

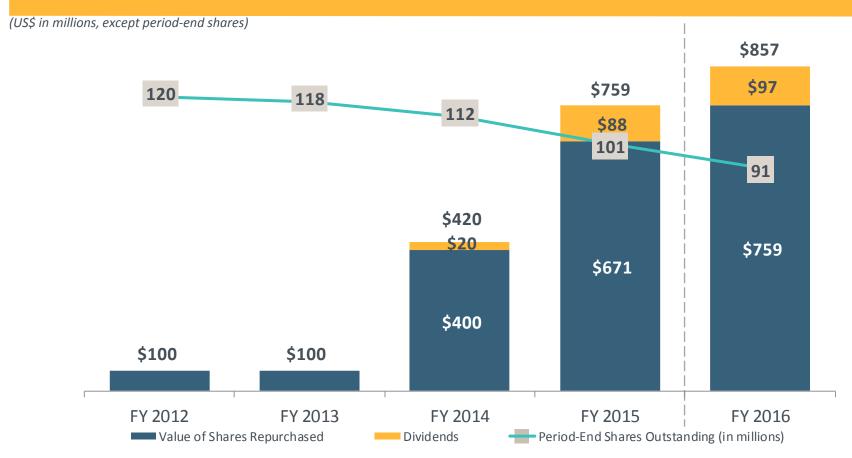
Adj. EBITDA & Adj. EBITDA Margin (%)



- Improved profitability driven by continued strong growth in ESG top-line and improved efficiency in Real Estate
- **Investment in ESG continues**
- Continued restructuring of Real Estate product area to achieve profitability



STRONG TRACK RECORD OF RETURNING CAPITAL



- Total capital returned since 2012: \$2.3B
- Total shares repurchased since 2012: ~35m
- In fourth quarter 2016 and through January 27, 2017, a total of 4.2m shares were repurchased at an average price of \$80.27 per share for a total value of \$339.7m
- \$0.8B remains on outstanding share repurchase authorization as of 01/27/17



BALANCE SHEET AND LIQUIDITY

ions)	As of Decemb	per 31, 2016
Cash & Cash Equivalents		\$791.8
Cash & Cash Equivalents in the US ¹	\$583.6	
Cash & Cash Equivalents held outside of the US	\$208.2	
Total Debt ²		\$2,100.0
5.25% \$800m senior unsecured notes due 11/2024	\$800.0	
5.75% \$800m senior unsecured notes due 8/2025	\$800.0	
4.75% \$500m senior unsecured notes due 8/2026	\$500.0	
\$220m unsecured revolving credit facility terminating 8/2021	\$0.0	
Net Debt		\$1,308.2
Total Debt / Adj. EBITDA		3.7x
Net Debt / Adj. EBITDA		2.3x
Credit Ratings*(S&P / Moody's)		BB+ / Ba2

^{*}Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

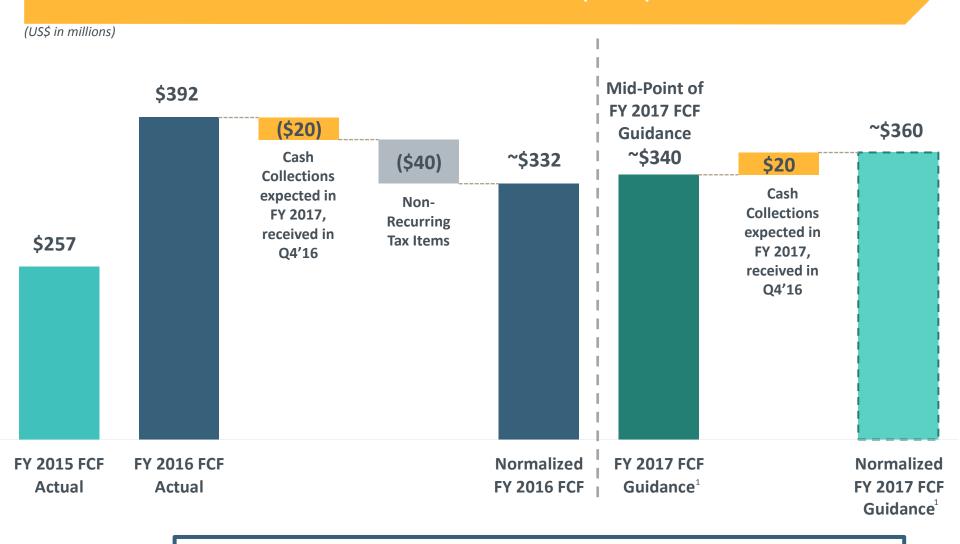
- Target gross leverage remains 3.0x 3.5x and we expect to return to within the stated range in the coming quarters
- Commitment to deploy capital quickly in the most efficient method to achieve the highest return for shareholders

Strong Balance Sheet



(US\$ in

FY 2016 STRONG FREE CASH FLOW (FCF) GENERATION





FY 2016 Benefit From Accelerated Cash Collections / Discrete
Cash Tax Related Benefits

FY 2017 GUIDANCE

(US\$ in millions)

Metric	FY 2016 Actual	FY 2017 Guidance
Operating expenses	\$663	\$690 - \$705
Adjusted EBITDA expenses	\$581	\$605 - \$620
Interest expense	\$102	\$116
Net cash provided by operating activities	\$435	\$360 - \$410
Capex	<u>(\$43)</u>	<u>(\$50 - \$40)</u>
Free cash flow	\$392	\$310 - \$370

- Effective tax rate expected to be in the range of 31.5% to 32.5%
- Dividend pay-out in the range of 30% 40% of Adjusted EPS

APPENDIX

Supplemental Disclosures & Reconciliation of Non-GAAP Measures to GAAP Measures



FY 2016 FINANCIAL SUMMARY

(US\$ in millions, except for EPS)

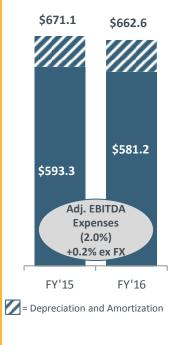
Operating Revenue

+7.0% +7.5% ex FX¹



Operating Expenses

Operating
Expenses
(1.3%)
+0.8% ex FX



Operating Income

Adj. EBITDA +18.2% +16.6% ex FX1 49.5% 44.8% \$569.5 \$481.7 42.4% 37.6% \$488.1 \$403.9 Operating Income +20.8% 18.6% ex FX1 FY'15 FY'16

= Depreciation and Amortization

Adj. EBITDA Margin

Operating Margin

Earnings Per Share

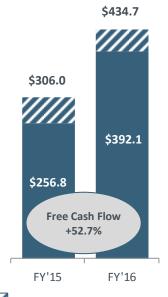
Adj. EPS +30.6%



= Diluted EPS, less earnings per diluted share from discontinued operations, plus the after-tax impact of intangible amortization, less gain on sale

Cash Generation

Cash from Operations +42.1%

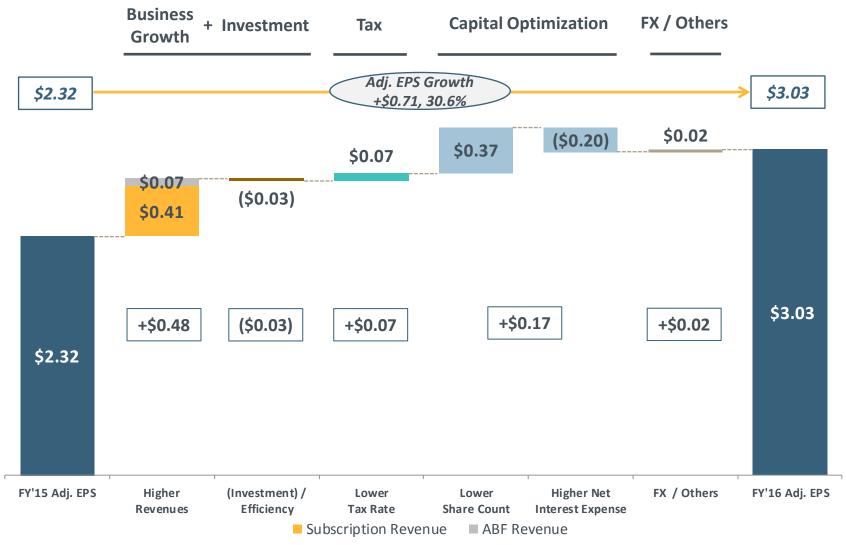






Strong Financial Performance Across All Metrics

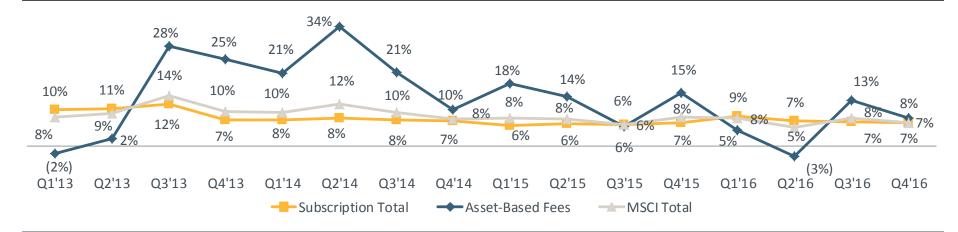
FY 2016 VS. FY 2015 ADJUSTED EPS BRIDGE



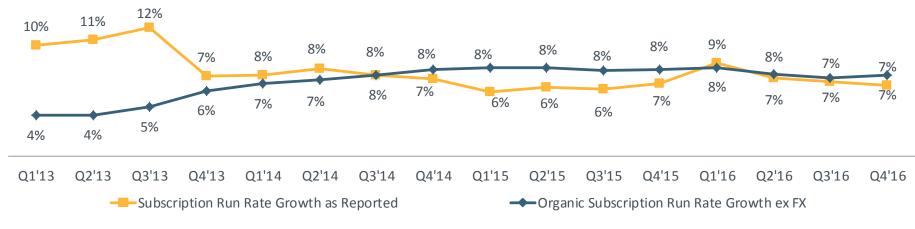


Q1'13 – Q4'16 YoY RUN RATE GROWTH TREND

YoY Run Rate Growth as Reported



YoY Subscription Run Rate Growth as Reported vs. Organic Growth (excluding FX Impact and Acquisitions/Divestitures)



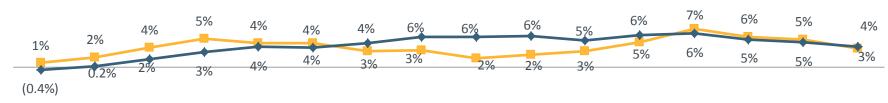


Q1'13 – Q4'16 YoY SEGMENT RUN RATE GROWTH TREND



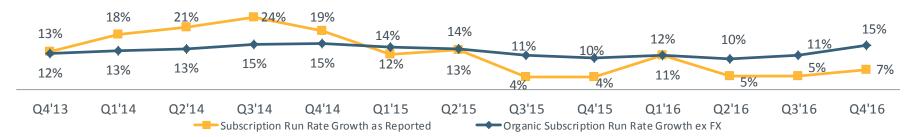


Analytics



Q1'13 Q2'13 Q3'13 Q4'13 Q1'14 Q2'14 Q3'14 Q4'14 Q2'15 Q3'15 04'15 01'16 Q2'16 Q3'16 04'16 Q1'15 ----Subscription Run Rate Growth as Reported Organic Subscription Run Rate Growth ex FX

All Other





RECONCILIATION OF ADJUSTED EBITDA TO NET INCOME

		1	Three I	Year Ended							
	Dec. 31,		[Dec. 31,		Sep. 30,		Dec. 31,		Dec. 31,	
In thousands	2016			2015		2016	2016		2015		
Index adjusted EBITDA	\$	113,161	\$	98,990	\$	111,750	\$	431,478	\$	392,987	
Analytics adjusted EBITDA		33,344		30,908		31,501		128,507		95,468	
All Other adjusted EBITDA		452		(2,984)		73		9,472		(6,758)	
Consolidated adjusted EBITDA		146,957	126,914			143,324		569,457	481,697		
Amortization of intangible assets		11,498		11,803		11,752		47,033		46,910	
Depreciation and amortization of property,											
equipment and leasehold improvements		9,447		7,568		8,312		34,320		30,889	
Operating income		126,012		107,543		123,260		488,104		403,898	
Other expense (income), net		28,917		22,107		25,738		102,166		54,344	
Provision for income taxes		28,845		25,437		32,241		125,083		119,516	
Income from continuing operations		68,250		59,999		65,281		260,855		230,038	
Income (loss) from discontinued operations,											
net of income taxes		<u> </u>		(593)		_		_		(6,390)	
Net income		68,250	\$	59,406	\$	65,281	\$	260,855	\$	223,648	



RECONCILIATION OF ADJUSTED NET INCOME AND ADJUSTED EPS TO NET INCOME AND EPS

	1	hree I	Year Ended						
	Dec. 31,	Dec. 31, 2015		Sep. 30,			Dec. 31,	Dec. 31,	
In thousands, except per share data	 2016				2016		2016	2015	
Net income	\$ 68,250	\$	59,406	\$	65,281	\$	260,855	\$	223,648
Less: Income (loss) from discontinued operations,									
net of income taxes	_		(593)		_		_		(6,390)
Income from continuing operations	68,250		59,999		65,281		260,855		230,038
Plus: Amortization of intangible assets	11,498		11,803		11,752		47,033		46,910
Less: Gain on sale of investment	_		_		_		_		(6,300)
Less: Income tax effect	(3,403)		(3,534)		(3,873)		(15,243)		(16,039)
Adjusted net income	\$ 76,345	\$	68,268	\$	73,160	\$	292,645	\$	254,609
Diluted EPS	\$ 0.73	\$	0.57	\$	0.68	\$	2.70	\$	2.03
Less: Earnings per diluted common share from									
discontinued operations	_		(0.01)		_		_		(0.06)
Earnings per diluted common share from									
continuing operations	\$ 0.73	\$	0.58	\$	0.68	\$	2.70	\$	2.09
Plus: Amortization of intangible assets	0.12		0.11		0.12		0.49		0.43
Less: Gain on sale of investment	_		_		_		_		(0.06)
Less: Income tax effect	(0.04)		(0.03)		(0.03)		(0.16)		(0.14)
Adjusted EPS	\$ 0.81	\$	0.66	\$	0.77	\$	3.03	\$	2.32



RECONCILIATION OF ADJUSTED EBITDA EXPENSES TO OPERATING EXPENSES

		Three Months Ended							Ended	Full-Year	
	Dec. 31,		Dec. 31,		Sep. 30,		Dec. 31,		Dec. 31,		2017
In thousands		2016		2015		2016		2016		2015	Outlook
Index adjusted EBITDA expenses	\$	45,909	\$	44,712	\$	46,001	\$	182,073	\$	165,977	
Analytics adjusted EBITDA expenses		81,062		79,760		79,790		319,846		337,956	
All Other adjusted EBITDA expenses		18,884		21,507		19,318		79,293		89,383	
Consolidated adjusted EBITDA expenses		145,855		145,979		145,109		581,212		593,316	\$605,000 - \$620,000
Amortization of intangible assets		11,498		11,803		11,752		47,033		46,910	
Depreciation and amortization of property,											85,000
equipment and leasehold improvements		9,447		7,568		8,312		34,320		30,889	
Total operating expenses		166,800	\$	165,350	\$	165,173	\$	662,565	\$	671,115	\$690,000 - \$705,000



RECONCILIATION OF FREE CASH FLOW TO NET CASH PROVIDED BY OPERATING ACTIVITIES

	Т	Three Months Ended					Year E	nded	Full-Year		
		Dec. 31, 2016		Dec. 31, 2015		Sep. 30, 2016		Dec. 31,		Dec. 31,	2017
In thousands								2016	2015		Outlook
Net cash provided by operating activities	\$	137,708	\$	81,322	\$	146,923	\$	434,738	\$	305,994	\$360,000 - \$410,000
Capital expenditures		(8,140)		(16,127)		(10,867)		(32,284)		(40,652)	
Capitalized software development costs		(2,395)		(2,438)		(2,861)		(10,344)		(8,500)	
Capex		(10,535)		(18,565)		(13,728)		(42,628)		(49,152)	(50,000 - 40,000)
Free cash flow	\$	127,173	\$	62,757	\$	133,195	\$	392,110	\$	256,842	\$310,000 - \$370,000



USE OF NON-GAAP FINANCIAL MEASURES AND OPERATING METRICS

- MSCI has presented supplemental non-GAAP financial measures as part of this earnings release. The non-GAAP financial measures presented in this earnings release should not be considered as alternative measures for the most directly comparable GAAP financial measures. The non-GAAP financial measures presented in this earnings release are used by management to monitor the financial performance of the business, inform business decision-making and forecast future results. A reconciliation that reconciles each non-GAAP financial measure with the most comparable GAAP measure is available in the appendix.
- "Adjusted EBITDA" is defined as net income before income (loss) from discontinued operations, net of income taxes, plus provision for income taxes, other expense (income), net, depreciation and amortization of property, equipment and leasehold improvements, amortization of intangible assets and, at times, certain other transactions or adjustments.
- "Adjusted EBITDA expenses" is defined as operating expenses less depreciation and amortization of property, equipment and leasehold improvements and amortization of intangible assets.
- "Adjusted net income" and "adjusted EPS" are defined as net income and diluted EPS, respectively, before income from discontinued operations, net of income taxes and the after-tax impact of the amortization of intangible assets and, at times, certain other transactions or adjustments.
- "Capex" is defined as capital expenditures plus capitalized software development costs.
- "Free cash flow" is defined as net cash provided by operating activities, less Capex.
- We believe adjusted EBITDA and adjusted EBITDA expenses are meaningful measures of the operating performance of MSCI because they adjust for significant one-time, unusual or non-recurring items as well as eliminate the accounting effects of capital spending and acquisitions that do not directly affect what management considers to be our core operating performance in the period.
- We believe that free cash flow is useful to investors because it relates the operating cash flow of MSCI to the capital that is spent to continue and improve business operations, such as investment in MSCI's existing products. Further, free cash flow indicates our ability to strengthen MSCI's balance sheet, repay our debt obligations, pay cash dividends and repurchase shares of our common stock. From time to time, we may present normalized cash flows that takes into account the timing of cash collections and other payments, if material or helpful.
- We believe that the non-GAAP financial measures presented in this earnings release facilitate meaningful period-to-period comparisons and provide a baseline for the evaluation of future results.
- Adjusted EBITDA expenses, adjusted EBITDA, adjusted net income, adjusted EPS and free cash flow are not defined in the same manner by all companies and may not be comparable to similarly-titled non-GAAP financial measures of other companies.
- The Run Rate at a particular point in time primarily represents the forward-looking revenues for the next 12 months from then-current subscriptions and investment product licenses we provide to our clients under renewable contracts or agreements assuming all contracts or agreements that come up for renewal are renewed and assuming then-current currency exchange rates. For any license where fees are linked to an investment product's assets or trading volume, the Run Rate calculation reflects, for ETFs, the market value on the last trading day of the period, for futures and options, the most recent quarterly volumes and for non-ETF funds, the most recent client reported assets under such license or subscription. The Run Rate does not include fees associated with "one-time" and other non-recurring transactions. In addition, we remove from the Run Rate the fees associated with any subscription or investment product license agreement with respect to which we have received a notice of termination or non-renewal during the period and determined that such notice evidences the client's final decision to terminate or not renew the applicable subscription or agreement, even though such notice is not effective until a later date.
- Organic subscription Run Rate growth ex FX is defined as the period over period Run Rate growth, excluding the impact of changes in foreign currency and the first year impact of any acquisitions, it is also adjusted for divestitures. Changes in foreign currency are calculated by applying the end of period currency exchange rate from the comparable prior period to current period foreign currency denominated Run Rate. This metric also excludes the impact on the growth in subscription Run Rate of the acquisitions of IPD, InvestorForce, and GMI for their respective first year of operations as part of MSCI, as well as the divestiture of MSCI's Real Estate Occupiers benchmarking business which closed on August 1, 2016.
- The Aggregate Retention Rate for a period is calculated by annualizing the cancellations for which we have received a notice of termination or for which we believe there is an intention to not renew during the period, and we believe that such notice or intention evidences the client's final decision to terminate or not renew the applicable agreement, even though such notice is not effective until a later date. This annualized cancellation figure is then divided by the subscription Run Rate at the beginning of the year to calculate a cancellation rate. This cancellation rate is then subtracted from 100% to derive the annualized Aggregate Retention Rate for the period. The Aggregate Retention Rate is computed on a product-by-product basis. Therefore, if a client reduces the number of products to which it subscribes or switches between our products, we treat it as a cancellation. In addition, we treat any reduction in fees resulting from renegotiated contracts as a cancellation in the calculation to the extent of the reduction.



MSCI ***