

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<p>1. Name and Address of Reporting Person*</p> <p><u>Kinney Catherine R</u></p> <hr/> <p>(Last) (First) (Middle)</p> <p>MSCI INC.</p> <p>7 WORLD TRADE CENTER, 250 GREENWICH ST.</p> <hr/> <p>(Street)</p> <p>NEW YORK NY 10007</p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><u>MSCI Inc.</u> [MSCI]</p> <hr/> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p>05/01/2022</p> <hr/> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director 10% Owner</p> <p>Officer (give title below) Other (specify below)</p> <hr/> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/01/2022		A		439 ⁽¹⁾	A	\$0.00	12,691	D	
Common Stock	05/01/2022		A		213	A	\$0.00	12,904	D	
Common Stock								4,020 ⁽²⁾	I	By Catherine R. Kinney 2020 GRAT
Common Stock								10,558 ⁽³⁾	I	By Catherine R. Kinney 2021 GRAT No. 2

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

- Restricted stock units vesting on May 1, 2023.
- Reflects shares indirectly beneficially owned by the Reporting Person through the Catherine R. Kinney 2020 GRAT, a grantor retained annuity trust ("GRAT") established by the Reporting Person. These shares were previously reported by the Reporting Person as being indirectly beneficially owned through the Kinney 2020 Husband Trust, which is the same trust as the Catherine R. Kinney 2020 GRAT, though using a differently styled name in prior reports. Accordingly, the reporting in this form of shares being held by the Catherine R. Kinney 2020 GRAT reflects only an update herein to the applicable trust name, and does not reflect any transaction in, or otherwise any change in the Reporting Person's beneficial ownership with respect to, any shares.
- Reflects shares indirectly beneficially owned by the Reporting Person through the Catherine R. Kinney 2021 GRAT No. 2, a GRAT established by the Reporting Person. These shares were previously reported by the Reporting Person as being indirectly beneficially owned through the Kinney 2021 Husband Trust, which is the same trust as the Catherine R. Kinney 2021 GRAT No. 2, though using a differently styled name in prior reports. Accordingly, the reporting in this form of shares being held by the Catherine R. Kinney 2021 GRAT No. 2 reflects only an update herein to the applicable trust name, and does not reflect any transaction in, or otherwise any change in the Reporting Person's beneficial ownership with respect to, any shares.

Remarks:

/s/ Cecilia Aza, attorney-in-fact 05/03/2022

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

