

MSCI Inc.
Form 8-K
April 09, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): April 8, 2010

MSCI Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-33812
(Commission File Number)

13-4038723
(IRS Employer
Identification No.)

88 Pine Street, New York, NY 10005
(Address of principal executive offices)

10005
(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))

Item 5.07 Submission of Matters to a Vote of Security Holders

At the annual meeting of shareholders of MSCI Inc. (the “Company”) on April 8, 2010 (the “Annual Meeting”), the shareholders of the Company approved the following proposals, in each case consistent with the recommendations of the Company’s Board of Directors:

1. The election of the members of the Company’s Board of Directors; and
2. The ratification of the appointment of Deloitte & Touche LLP as the Company’s independent auditor.

The issued and outstanding shares of the Company’s class A common stock, \$0.01 par value per share, entitled to vote at the Annual Meeting consisted of 104,989,089 shares, each share being entitled to one vote. The following is a summary of the voting results for each matter presented to the shareholders:

1. Election of members of the Company’s Board of Directors

| Director | For | Against | Abstain | Broker Non-Votes |
|---------------------|------------|---------|---------|------------------|
| Benjamin F. duPont | 89,591,169 | 20,910 | 35,626 | 3,356,729 |
| Henry A. Fernandez | 88,878,133 | 731,452 | 38,120 | 3,356,729 |
| Alice W. Handy | 89,597,038 | 14,319 | 36,348 | 3,356,729 |
| Catherine R. Kinney | 89,596,465 | 14,614 | 36,626 | 3,356,729 |
| Linda H. Riefler | 89,464,533 | 139,500 | 43,672 | 3,356,729 |
| George W. Siguler | 89,596,443 | 15,089 | 36,173 | 3,356,729 |
| Scott M. Sipprelle | 89,603,195 | 15,544 | 28,966 | 3,356,729 |
| Rodolphe M. Vallee | 89,598,065 | 14,467 | 35,173 | 3,356,729 |

2. Ratification of the appointment of Deloitte & Touche LLP as the Company’s independent auditor

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 92,971,008 | 10,084 | 23,342 | - |

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.

Date: April 9, 2010

By: /s/ Henry A. Fernandez
Name: Henry A. Fernandez
Title: Chief Executive Officer, President and
Chairman
