FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

vvasimigton, D.O. 200-	10

OMB APPR	OVAL
OMB Number:	3235-0287
Estimated average but	ırden
hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

1. Name and Address of Reporting Person* Fernandez Henry A		2. Issuer Name and Ticker or Trading Symbol MSCI Inc. [MSCI]							5. Relationship of Reporti (Check all applicable) Director			10	% Owner					
(Last) MSCI IN		rst) (N	Aiddle)	3. Date of Earliest Transaction (Month/Day/Year) 12/05/2024						J	Officer (give title below) Chairman and CEO			low)				
ST.	DIRADL	CLIVILIC, 250 V	SICLLIVWICII	4 If Am	endment Da	te of Or	ininal	Filed (Month/	Dav/Yea	ur)	6 Inc	lividual o	· .loint/Gro	un Filing (Che	eck Annlicable			
(Street) NEW YORK NY 10007					4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(St	ate) (Z	Zip)															
			I - Non-Deriva			cquir	ed, I				ciall	_						
Date		2. Transaction Date (Month/Day/Ye	ear) Exec	2A. Deemed Execution Date, r) if any (Month/Day/Year)		action (Instr.	4. Securities Acquire Disposed Of (D) (Inst				5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I)					
							v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	(111501.4)			
Common	Stock		12/05/202	4		P		600	A	\$610) (1)	328	,079	Ĭ	By Fernandez 2007 Children's Trust			
Common	Stock		12/05/202	4		P		1,807	A	\$613.3	38(2)	329	,886	Ī	By Fernandez 2007 Children's Trust			
Common	Stock		12/05/202	4		P		493	A	\$614.0)8 ⁽³⁾	330	,379	I	By Fernandez 2007 Children's Trust			
Common	Stock	Stock										1,23	8,560	D				
Common	Stock											506,	707(4)	I	By Henry Fernandez 2024 MSCI Annuity Trust			
Common	non Stock										15,	400	I	By Son				
Common Stock										15,	400	I	By Son					
Common Stock										15,400		I	By Daughter					
		Tal	ole II - Derivati (e.g., pu					sposed of				Owne	t					
1. Title of Derivative Conversion Security or Exercise (Month/Day/Year) 3. Transaction Date Execution Date, if any		4. Transactic Code (Ins 8)	5. Numb	ed 6. Date Ex Expiration (Month/Da		xercisable and n Date 7. Title and Amount of		tle and ount of urities erlying vative urity (Instr	8. De Se (Ir	8. Price of Derivative Security (Instr. 5) 8. Price of derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)		Owner Form: Direct or Ind (I) (Ins	(D) Beneficial Ownership irect (Instr. 4)					

		Tal	ole II - Derivati (e.g., pu					ired, Disp options, o	onvertib		ıor		1		
1. Title of	2. Conversion	3. Transaction	3A. Deemed	€.ode Transa	V	6A)Nu	ın(D)r	Expertis Elater		7itTét	e Salnadres	8. Price of	9. Number of derivative	10. Ownership	11. Nature
Esectantation	noof Exercises	e(\$/tonth/Day/Year)	if any	Code (Instr.		ative	(Month/Day/	∕ear)	Secu	rities	Security	Securities	Form:	Beneficial
(Instr. 3) 1. This transa	Price of chon was exec Derivative	uted in multiple trade	(Month/Day/Year)	om \$609	9.99 to	Secu Acqu	rities Jired	price reported	above reflects	the We	rlying gated avera ative	(Instr. 5) age purchase p	Beneficially The Reporti Owned	Direct (D)	Ownership (Instr. 4)
			staff, the issuer or the											ach (instr. 4)	
undertakes to	provide, upon	request, to the SEC s	es at prices ranging fr staff, the issuer or the	security	holder	s of (P	issuei	full information	on regarding t	he num	per of share	s and prices a	t Transaction(s)	action was eff	ected.
undertakes to provide, upon request, to the SEC staff, the issuer or the security holders of (R) issuer full information regarding the number of shares and prices at Water (Instr. 3.4) 3. This transaction was executed in multiple trades at prices ranging from \$613.93 to \$63414 (5)\$. The price reported above reflects the weighted average purchase price. The Reporting Person hereby undertakes to provide, upon request, to the SEC staff, the issuer or the security holders of the issuer full information regarding the number of shares and prices at which each transaction was effected.															
4. Reflects the exempt contribution pursuant to Rule 16a-13 by the Reporting Person of 506,707 shares of the Issuer previously held by the Reporting Person to The Henry Fernandez 2024 MSCI Annuity Trust, a grantor retained annuity trust (GRAT) established by the Reporting Person.															
Remarks	:										Amount				
				Code	v	(A)	(D)	Date Exercisable	Expira <u>/S/ (</u> Date <u>fact</u>	1	i or <u>Aza, att</u> or Shares	orney-in-	<u>12/09/202</u> 4	<u> </u> 	
	** 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.