Edgar Filing: MOODYS CORP /DE/ - Form 4

MOODYS C	CORP /DE/									
Form 4 September 1	4, 2009									
FORM	14					OMB AF	PROVAL			
	UNITED STAT	ES SECURITIES A Washington			COMMISSION	OMB Number:	3235-0287			
Check th if no long	705					Expires:	January 31, 2005			
subject to	5 STATEMENT	STATEMENT OF CHANGES IN BENEFICIAL OWNERSH SECURITIES				Estimated average				
Section 1 Form 4 o		SECURITES				burden hours per response 0.5				
Form 5	ng *	o Section 16(a) of th		-						
	obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section									
See Instruction 1(b).	uction 30(h) of the Investment	Compan	y Act of 19	40					
1(0).										
(Print or Type I	Responses)									
1. Name and Address of Reporting Person _2. Issuer Name and Ticker or TradingGLAUBER ROBERT RSymbol				Trading	5. Relationship of Reporting Person(s) to Issuer					
•			ODYS CORP /DE/ [MCO]			(Check all applicable)				
(Last)	(First) (Middle)	Middle) 3. Date of Earliest Transaction			(Chee)	k un applicable)			
						X_ Director 10% Owner Officer (give title Other (specify				
7 WORLD TRADE CENTER, 250 09/10/2009Officer (give titleOther (specify below) below)										
			ate Original	l	6. Individual or Joint/Group Filing(Check					
			/Ionth/Day/Year)			Applicable Line) X Form filed by One Reporting Person				
NEW YORK, NY 10007 Form filed by One Reporting Person Form filed by More than One Reporting Person Person										
(City)	(State) (Zip)	Table I - Non-I	Derivative	Securities Ac	quired, Disposed of	, or Beneficial	ly Owned			
1.Title of Security (Instr. 3)	any	tion Date, if Transacti Code h/Day/Year) (Instr. 8)	on(A) or Di (Instr. 3,	(A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
Common	00/11/1/2000		Amount	\$		D				
Stock	09/14/2009	А	84 <u>(1)</u>	A [¢] _{24.93}	23,909	D				

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

Reporting Owners

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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. Transacti Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	f Derivative Expiration Date ecurities (Month/Day/Year) acquired A) or bisposed of D) nstr. 3, 4,		(Instr. 3 and 4)		8. D S(
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units (Deferred Performance Shares) (2)	(3)	09/10/2009		А	6.527	(4)	<u>(4)</u>	Common Stock	6.527	

Reporting Owners

Reporting Owner Name / Address		Relationsh					
	Director	10% Owner	Officer	Other			
GLAUBER ROBERT R 7 WORLD TRADE CENTER 250 GREENWICH STREET NEW YORK, NY 10007	Х						
Signatures							
John J. Goggins, by power of a Glauber		09/14/2009					
**Signature of Report		Date					
Explanation of Responses:							

- * 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).
- (1) Restricted Stock deferred dividend reinvestment accrual.
- (2) Phantom stock units arising out of the Reporting Person's election to defer receipt of earned performance shares.
- (3) The security converts to common stock on a one-for-one basis.
- (4) These units are to be settled in stock after the Reporting Person's retirement.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.