

MOODYS CORP /DE/

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 4/3/2003 For Period Ending 1/28/2003

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| Address | 99 CHURCH STREET NEW YORK, New York 10007 |
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| Industry | Business Services |
| Sector | Services |
| Fiscal Year | 12/31 |

**UNITED STATES
 SECURITIES AND EXCHANGE COMMISSION
 Washington, DC 20549**

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935
 or Section 30(h) of the Investment Company Act of 1940**

Check this box if no longer

subject to Section 16.
 Form 4 or Form 5
 obligations may continue.
 See Instruction 1(b)

| | | |
|---|--|---|
| 1. Name and Address of Reporting Person* <i>(Last, First, Middle)</i> McDaniel, Raymond W. | 2. Issuer Name and Ticker or Trading Symbol Moody's Corporation (MCO) | 3. I.R.S. Identification Number of Reporting Person, if an entity <i>(Voluntary)</i> |
| 99 Church Street <i>(Street)</i> New York, NY 10007 <i>(City) (State) (Zip)</i> | 4. Statement for <i>(Month/Day/Year)</i> January 28, 2003 | 5. If Amendment, Date of Original <i>(Month/Day/Year)</i> |
| 6. Relationship of Reporting Person(s) to Issuer <i>(Check All Applicable)</i> <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <i>(give title below)</i> <input type="checkbox"/> Other <i>(specify below)</i> Senior Vice President - Global Ratings and Research | 7. Individual or Joint/Group Filing <i>(Check Applicable Line)</i> <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

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).

