RiskMetrics Group Inc Form 3 January 24, 2008

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Addre Person <u>*</u> GAP COINV LLC		_	2. Date of Event Requiring Statement (Month/Day/Year) 01/24/2008	3. Issuer Name and Ticker or Trading Symbol RiskMetrics Group Inc [RMG]				
(Last) (F	ïrst)	(Middle)		4. Relationship of Reporting Person(s) to Issuer		;	5. If Amendment, Date Original Filed(Month/Day/Year)	
C/O GENERAL ATLANTIC SERVICE COMPANY,LLC, 3 PICKWICK PLAZA (Street) GREENWICH, CT 06830 (City) (State) (Zip)			Table I N	(Check all applicable) DirectorX 10% Owner OfficerX Other (give title below) (specify below) See Remarks fon-Derivative Securities Be		Owner r ow)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person	
1.Title of Security (Instr. 4)			2. Amount o Beneficially (Instr. 4)	f Securities	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		ture of Indirect Beneficial	
Common Stock			180,583		D	Â		
Reminder: Report or owned directly or in		e line for ea	ch class of securities benefic	ially S	EC 1473 (7-02)		
and directly of in	Persona informa require	ation conta d to respo	oond to the collection of ined in this form are not nd unless the form displ IB control number.					

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

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	(Instr. 5)

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Date Expiration Title Amount or Exercisable Date Shares Price of Derivative Security:

Output

Date Expiration Title Amount or Number of Shares

Output

Derivative Security:
Direct (D)
or Indirect
(I)
(Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

GAP COINVESTMENTS IV LLC C/O GENERAL ATLANTIC SERVICE COMPANY,LLC 3 PICKWICK PLAZA GREENWICH, CTÂ 06830

Â X Â See Remarks

Signatures

/s/ Matthew Nimetz, A Managing
Member
01/24/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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Remarks:

The reporting person may be deemed to be a member of a Â "group" for purposes of the Securit reporting person disclaims beneficial ownership of any securities deemed to be owned by the group owned by the reporting person. Â This report shall not be deemed an admission that the reporting group or the beneficial owner of any securities not directly owned by the reporting person.

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.

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