

Feihe International Inc  
 Form 4  
 October 09, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MORGAN STANLEY**

(Last) (First) (Middle)

1585 BROADWAY

(Street)

NEW YORK, NY 10036

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Feihe International Inc [ADY]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**10/03/2012**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_X\_\_\_ Other (specify below)

See Remarks Below

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_X\_\_\_ Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, \$0.001 par value per share	10/03/2012		S		100 D \$ 6.42	87,354	I See Footnote (1) (2)
Common Stock, \$0.001 par value per share	10/03/2012		P		565 A \$ 6.55	87,919	I See Footnote (1) (2)
Common Stock,	10/03/2012		P		100 A \$ 6.75	88,019	I See Footnote

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\$0.001 par value per share									<u>(1)</u> <u>(2)</u>
Common Stock, \$0.001 par value per share	10/03/2012	P	100	A	\$ 6.19	88,119		I	See Footnote <u>(1)</u> <u>(2)</u>
Common Stock, \$0.001 par value per share	10/04/2012	S	100	D	\$ 6.68	88,019		I	See Footnote <u>(1)</u> <u>(2)</u>
Common Stock, \$0.001 par value per share	10/04/2012	S	100	D	\$ 6.6	87,919		I	See Footnote <u>(1)</u> <u>(2)</u>
Common Stock, \$0.001 par value per share	10/04/2012	S	100	D	\$ 6.64	87,819		I	See Footnote <u>(1)</u> <u>(2)</u>
Common Stock, \$0.001 par value per share	10/04/2012	S	100	D	\$ 6.64	87,719		I	See Footnote <u>(1)</u> <u>(2)</u>
Common Stock, \$0.001 par value per share	10/04/2012	S	100	D	\$ 6.74	87,619		I	See Footnote <u>(1)</u> <u>(2)</u>
Common Stock, \$0.001 par value per share	10/05/2012	P	100	A	\$ 6.8	87,719		I	See Footnote <u>(1)</u> <u>(2)</u>
Common Stock, \$0.001 par value per share	10/05/2012	P	100	A	\$ 6.82	87,819		I	See Footnote <u>(1)</u> <u>(2)</u>

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**

SEC 1474  
(9-02)

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)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORGAN STANLEY 1585 BROADWAY NEW YORK, NY 10036				See Remarks Below

## Signatures

/s/ Christopher O'Dell, Title: Authorized Signatory  
10/09/2012  
\*\*Signature of Reporting Person 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).
- Morgan Stanley may be deemed to beneficially own shares of Common Stock beneficially owned by operating units (collectively, the "MS Reporting Units") of Morgan Stanley, its subsidiaries and affiliates (collectively, "MS"). This filing does not reflect securities, if any, beneficially owned by any operating units of MS whose ownership of securities is disaggregated from that of the MS Reporting
- (1) Units in accordance with Securities and Exchange Commission Release No. 34-39538 (1/12/98). Neither the filing of this Form 4 nor any of its contents shall be deemed to constitute an admission by MS that it is the beneficial owner of any such shares of Common Stock for purposes of Section 16 of the Securities Exchange Act of 1934, or for any other purpose, and MS expressly disclaims the beneficial ownership thereof except to the extent of its pecuniary interest therein, if any.
  - (2) Without admitting any legal obligation, MS will remit \$91 to Feihe International, Inc., in connection with the short-swing transactions reported herein.

### Remarks:

Morgan Stanley and Mr. You-Bin Leng may be considered members of a group beneficially owning more than 10% of the Co

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