#### **MORGAN STANLEY**

Form 4

November 15, 2013

### FORM 4

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

OMB Number:

3235-0287

0.5

if no longer subject to

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

**OMB APPROVAL** 

Section 16.

Estimated average burden hours per response...

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BOWLES ERSKINE B  (Last) (First) (Middle)			er Name <b>an</b>	d Ticker or Tr	ading	5. Relationship of Reporting Person(s) to Issuer				
			MORGAN STANLEY [MS]				(Check all applicable)			
(First)	3. Date of Earliest Transaction									
			•						% Owner	
	, 1585	11/14/	2013					below)	ner (specify	
(Street)			endment, E	Date Original			6. Individual or Joint/Group Filing(Check			
RK NY 10036		Filed(Me	onth/Day/Ye	ar)			_X_ Form filed by 0 Form filed by N	1 0		
111,111 10000							Person			
(State)	(Zip)	Tal	ole I - Non-	Derivative Se	curitie	s Acqu	ired, Disposed of	f, or Beneficia	ally Owned	
2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. Transactio Code (Instr. 8)	onor Disposed	of (D)	ed (A)	Securities Beneficially Owned Following Reported Transaction(s)	6. 7. Nature Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I) (Instr. 4)			
11/14/2013			Code V $A_{\underline{(1)}}$	Amount 1,573.113	(D)	Price \$ 0	106,813.577	D		
							1,000	I	By Revocable Trust	
	(First)  GAN STANLEY (AY  (Street)  RK, NY 10036  (State)  2. Transaction Date (Month/Day/Year)	(First) (Middle)  GAN STANLEY, 1585 (AY  (Street)  RK, NY 10036  (State) (Zip)  2. Transaction Date (Month/Day/Year) Execution any (Month/D	ERSKINE B Symbol MORC  (First) (Middle) 3. Date (Month/ GAN STANLEY, 1585 11/14/2  (Street) 4. If Am Filed(Month/ RK, NY 10036  (State) (Zip) Tall  2. Transaction Date (Month/Day/Year)  Execution Date, if any (Month/Day/Year)	ERSKINE B  Symbol  MORGAN STA  (First) (Middle) 3. Date of Earliest T  (Month/Day/Year)  GAN STANLEY, 1585 11/14/2013  (AY  (Street) 4. If Amendment, E  Filed(Month/Day/Year)  RK, NY 10036  (State) (Zip) Table I - Non-  2. Transaction Date 2A. Deemed 3.  (Month/Day/Year) Execution Date, if Transaction any Code  (Month/Day/Year) (Instr. 8)  Code V	Symbol MORGAN STANLEY [MS  (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)  GAN STANLEY, 1585 11/14/2013  (AY  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  RK, NY 10036  (State) (Zip) Table I - Non-Derivative Se  2. Transaction Date 2A. Deemed 3. 4. Securities any (Month/Day/Year) Execution Date, if Transactionor Disposed of any (Month/Day/Year) (Instr. 3, 4 and (Month/Day/Year) (Instr. 8)	ERSKINE B  Symbol  MORGAN STANLEY [MS]  (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)  GAN STANLEY, 1585 11/14/2013  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  RK, NY 10036  (State) (Zip) Table I - Non-Derivative Securitie  2. Transaction Date (Month/Day/Year)	Symbol MORGAN STANLEY [MS]  (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)  GAN STANLEY, 1585 11/14/2013  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  RK, NY 10036  (State) (Zip) Table I - Non-Derivative Securities Acquired (A) (Month/Day/Year) Execution Date, if Transaction Disposed of (D) any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)  (A) or Code V Amount (D) Price	ERSKINE B  Symbol  MORGAN STANLEY [MS]  (First) (Middle) 3. Date of Earliest Transaction  (Month/Day/Year)  GAN STANLEY, 1585  11/14/2013  Applicable Line)  X. Form filed by M. Person  (State)  2. Transaction Date (Month/Day/Year)  3.	ERSKINE B  Symbol  MORGAN STANLEY [MS]  (Check all applicable (Che	

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.

SEC 1474

(9-02)

#### Edgar Filing: MORGAN STANLEY - Form 4

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Title a		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if		onNumber	Expiration D		Amount		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	_	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	,				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(IIISti
					4, and 5)						
					4, and 3)						
								A	mount		
						D.	E	01	r		
						Date	Expiration	Title N	umber		
						Exercisable	Date	01			
				Code V	(A) (D)				hares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
BOWLES ERSKINE B							
C/O MORGAN STANLEY	X						
1585 BROADWAY	Λ						
NEW YORK, NY 10036							

## **Signatures**

/s/ Martin M. Cohen, Attorney-in-Fact

11/15/2013

\*\*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).
- Deferred stock units granted under the Morgan Stanley Directors' Equity Capital Accumulation Plan in lieu of cash retainers paid for service on the Morgan Stanley Board of Directors. Stock units are convertible into shares of Common Stock at a ratio of 1 to 1.

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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