

Edgar Filing: MORGAN STANLEY - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	01/02/2008	Common Stock	7,884	\$ 26.92	D	Â
Employee Stock Option (Right to Buy)	Â (2)	01/02/2008	Common Stock	1,484	\$ 102.88	D	Â
Employee Stock Option (Right to Buy)	Â (3)	01/02/2008	Common Stock	31,828	\$ 39.28	D	Â
Employee Stock Option (Right to Buy)	Â (4)	01/02/2008	Common Stock	1,788	\$ 60.16	D	Â
Employee Stock Option (Right to Buy)	Â (5)	01/02/2009	Common Stock	44,972	\$ 35.65	D	Â
Employee Stock Option (Right to Buy)	Â (6)	01/02/2010	Common Stock	45,364	\$ 60.14	D	Â
Employee Stock Option (Right to Buy)	Â (7)	01/02/2011	Common Stock	64,712	\$ 65.34	D	Â
Employee Stock Option (Right to Buy)	Â (8)	01/02/2012	Common Stock	170,317	\$ 57.03	D	Â
Employee Stock Option (Right to Buy)	Â (9)	01/02/2013	Common Stock	63,443	\$ 42.56	D	Â
Employee Stock Option (Right to Buy)	Â (10)	01/02/2014	Common Stock	177,195	\$ 55.45	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHEAR NEAL A MORGAN STANLEY 1585 BROADWAY NEW YORK, NY 10036	Â	Â	Â	Business Unit Head

Signatures

/s/ Neal A. Shear 05/20/2005
 **Signature of Date
 Reporting Person

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).
- (1) Options become exercisable upon vesting. The award is fully exercisable: 75% of the award vested on January 2, 1998 and the remaining 25% vested ratably each year on January 2 over the next five years.

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- (2) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on the grant date (August 22, 2000). Restoration options granted in connection with exercise of previously granted options.
- (3) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on the grant date (June 3, 1998). Restoration options granted in connection with exercise of previously granted options.
- (4) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on the grant date (November 12, 1999). Restoration options granted in connection with exercise of previously granted options.
- (5) Options become exercisable upon vesting. The award is fully exercisable: 75% of the award vested on January 2, 1999 and the remaining 25% vested ratably each year on January 2 over the next five years.
- (6) Options become exercisable upon vesting. The award is fully exercisable: 75% of the award vested on January 2, 2000 and the remaining 25% vested on January 2, 2005.
- (7) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on January 2, 2003.
- (8) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on January 2, 2004.
- (9) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on January 2, 2005.
- (10) Options become exercisable upon vesting. 50% of the award will vest on January 2, 2006 and 50% will vest on January 2, 2007.

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.