

SIXTH SUPPLEMENT TO THE REGISTRATION DOCUMENT

Morgan Stanley

(incorporated under the laws of the State of Delaware in the United States of America)

MORGAN STANLEY & CO. INTERNATIONAL PLC

(incorporated with limited liability in England and Wales)

MORGAN STANLEY B.V.

(incorporated with limited liability in the Netherlands)

MORGAN STANLEY FINANCE LLC

(formed under the laws of the State of Delaware in the United States of America)

and

MORGAN STANLEY EUROPE SE

(incorporated under the laws of Germany)

Morgan Stanley, Morgan Stanley & Co. International plc (“**MSI plc**”), Morgan Stanley B.V. (“**MSBV**”), Morgan Stanley Finance LLC (“**MSFL**”) and Morgan Stanley Europe SE (“**MSESE**”) have prepared this sixth supplement to the registration document (the “**Sixth Registration Document Supplement**”) to supplement and be read in conjunction with the registration document dated 15 November 2024 (as supplemented by the first supplement to the registration document dated 27 January 2025, the second supplement to the registration document dated 3 March 2025, the third supplement to the registration document dated 4 March 2025, the fourth supplement to the registration document dated 17 April 2025 and the fifth supplement to the registration document dated 7 May 2025, the “**Registration Document**”).

This Sixth Registration Document Supplement has been approved by the Luxembourg Commission de Surveillance du Secteur Financier (the “**CSSF**”) as competent authority under Regulation (EU) 2017/1129 (the “**Prospectus Regulation**”), as a supplement to the Registration Document issued in compliance with Article 10(1) and Article 23(1) of the Prospectus Regulation.

The CSSF only approves this Sixth Registration Document Supplement as meeting the standard of completeness, comprehensibility and consistency imposed by the Prospectus Regulation and the CSSF gives no undertaking as to the economic and financial soundness of any transaction or the quality or solvency of the issuers. Such approval should not be considered as an endorsement of the issuers that are the subject of this Sixth Registration Document Supplement.

Unless otherwise defined in this Sixth Registration Document Supplement, terms defined in the Registration Document shall have the same meaning when used in this Sixth Registration Document Supplement. To the extent that there is any inconsistency between any statement in, or incorporated by reference in, this Sixth Registration Document Supplement and any other statement in, or incorporated by reference in, the Registration Document, the statements in this Sixth Registration Document Supplement will prevail.

This Sixth Registration Document Supplement constitutes a supplement to and should be read in conjunction with the Registration Document.

The Registration Document is intended to form part of a prospectus prepared in compliance with the Prospectus Regulation and should be read and construed with this Sixth Registration Document Supplement, and any supplement hereto, together with all documents incorporated by reference into it, the other parts of such relevant prospectus or, as the case may be, securities note containing disclosure in relation to any issue of debt or derivative securities by any of Morgan Stanley, MSI plc, MSBV, MSFL or MSESE (or for which any of Morgan Stanley, MSI plc, MSBV, MSFL or MSESE is an obligor) and, where appropriate, the final terms containing information with respect to such debt or derivative securities. This includes, without limitation: (i) the Regulation S / 144A Program for the Issuance of Notes, Series A and B, Warrants and Certificates pursuant to an offering circular dated 26 June 2025; (ii) the Base Prospectus for Fixed Income Notes under the German Programme for Medium Term Securities dated 22 November 2024; (iii) the French Law Programme for the Issuance of Notes pursuant to a base prospectus dated 20 June 2025; and (iv) the Regulation S Program for the Issuance of Notes and Certificates, Series A and Series B, and Warrants pursuant to a base prospectus dated 11 July 2025.

The purpose of this Sixth Registration Document Supplement is to:

- (a) disclose the publication by Morgan Stanley of its Current Report on Form 8-K dated 16 July 2025 for the quarterly period ended 30 June 2025 (the “**Morgan Stanley July 2025 Form 8-K**”);
- (b) incorporate the Morgan Stanley July 2025 Form 8-K by reference into the Registration Document, as set out in “Part A” of this Sixth Registration Document Supplement; and
- (c) make certain amendments to the “*Description of Morgan Stanley*” section of the Registration Document as set out in “Part B” of this sixth supplement to the Registration document.

Save as disclosed in this Sixth Registration Document Supplement, no significant new factor, material mistake or material inaccuracy relating to information included in the Registration Document has arisen since the publication of the fifth supplement to the Registration Document dated 7 May 2025.

Morgan Stanley accepts responsibility for the information contained in this Sixth Registration Document Supplement and confirms that, to the best of its knowledge, having taken all reasonable care to ensure that such is the case, the information contained in this Sixth Registration Document Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Any information or documents which are not incorporated by reference are either not relevant for the investor or are covered in another part of this Sixth Registration Document Supplement.

This Sixth Registration Document Supplement and the Morgan Stanley July 2025 Form 8-K are available for viewing, and copies may be obtained, from the offices of Morgan Stanley, and are available on Morgan Stanley’s website at <https://sp.morganstanley.com/EU/Documents> and on the website of the Luxembourg Stock Exchange at www.luxse.com.

The Morgan Stanley July 2025 Form 8-K is available on Morgan Stanley’s website at <https://sp.morganstanley.com/eu/download/prospectus/73a6c9d7-e9b5-4864-a886-24ba69f0b4a0>.

25 July 2025

MORGAN STANLEY

MORGAN STANLEY & CO. INTERNATIONAL PLC

MORGAN STANLEY B.V.

MORGAN STANLEY FINANCE LLC

MORGAN STANLEY EUROPE SE

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PART A – INCORPORATION BY REFERENCE

This Sixth Registration Document Supplement incorporates by reference the Morgan Stanley July 2025 Form 8-K into the Registration Document, and the information incorporated by reference must be read in conjunction with the cross-reference table below which supplements the section titled “*Information Incorporated by Reference*” contained on pages 22 to 35 of the Registration Document.

The following document and/or information shall be deemed to be incorporated by reference in, and form a part of, the Registration Document:

Document filed	Information incorporated by reference	Page(s) ¹
Morgan Stanley	(1) Results of Operations and Financial Condition	3 (Item 2.02)
22. Morgan Stanley July 2025 Form 8-K	(2) Press release of Morgan Stanley, dated 16 July 2025, containing financial information for the quarter ended 30 June 2025	5 – 13 (Item 99.1)
https://sp.morganstanley.com/eu/download/prospectus/73a6c9d7-e9b5-4864-a886-24ba69f0b4a0	(3) Financial Data Supplement of Morgan Stanley for the quarter ended 30 June 2025	14 – 31 (Item 99.2)

Any non-incorporated parts of a document referred to herein, which for the avoidance of doubt are not listed in the cross-reference list above, are either deemed not relevant for an investor or are otherwise covered elsewhere in the Registration Document.

¹ As portions of the Morgan Stanley July 2025 Form 8-K are unpaginated, the references to page numbers in relation to the Morgan Stanley July 2025 Form 8-K are in reference to the PDF page numbering.

PART B – AMENDMENTS TO THE “*DESCRIPTION OF MORGAN STANLEY*” SECTION

1. The sub-section under the heading “*Credit Ratings*” in the section titled “*1. INFORMATION ABOUT MORGAN STANLEY*” on pages 37 to 38 of the Registration Document shall be deemed to be deleted in its entirety and the following substituted therefor:

Morgan Stanley has been assigned the following credit ratings:

	Short-Term Debt	Long-Term Debt	Ratings Outlook
DBRS	R-1 (middle)	AA(low)	Stable
Fitch	F1	A+	Stable
Moody’s	P-1	A1	Stable
R&I	a-1	A+	Stable
S&P	A-2	A-	Stable

The meaning of the above credit ratings is as follows:

	Short-Term Debt	Long-Term Debt
DBRS	Superior credit quality. The capacity for the payment of short-term financial obligations as they fall due is very high. Differs from R-1 (high) by a relatively modest degree. Unlikely to be significantly vulnerable to future events.	Superior credit quality. The capacity for the payment of financial obligations is considered high. Credit quality differs from AAA only to a small degree. Unlikely to be significantly vulnerable to future events. All rating categories other than AAA and D also contain subcategories “(high)” and “(low)”. The absence of either a “(high)” or “(low)” designation indicates the rating is in the middle of the category.
Fitch	Highest Short-Term Credit Quality. Indicates the strongest intrinsic capacity for timely payment of financial commitments.	High credit quality. ‘A’ ratings denote expectations of low default risk. The capacity for payment of financial commitments is considered strong. This capacity may, nevertheless, be more vulnerable to adverse business or economic conditions than is the case for higher ratings.
Moody’s	Issuers (or supporting institutions) rated Prime-1 have a superior ability to repay short-term debt obligations.	Obligations rated A are considered upper-medium-grade and are subject to low credit risk. Moody's appends numerical modifiers 1, 2 and 3 to each generic rating classification from Aa through Caa. The modifier 1 indicates that the obligation ranks in the higher end of its generic rating category; the modifier 2 indicates a mid-range ranking; and the modifier 3 indicates a ranking in the lower end of that generic rating category.
R&I	Certainty of the fulfilment of a short-term obligation is high.	High creditworthiness supported by some excellent factors. A plus (+) or minus (-) sign may be appended to the categories from AA to CCC to indicate relative standing within each rating category.

S&P

A short-term obligation rated 'A-2' is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher rating categories. However, the obligor's capacity to meet its financial commitments is satisfactory.

An obligation rated 'A' is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the obligor's capacity to meet its financial commitment on the obligation is still strong. Ratings from 'AA' to 'CCC' may be modified by the addition of a plus (+) or minus (-) sign to show relative standing within the rating categories.

A credit rating is not a recommendation to buy, sell or hold securities and may be revised or withdrawn by the rating agency at any time.

The following is an extract from the sections entitled "Business Segments", "Competition" and "Supervision and Regulation" on pages 5 to 11 of Morgan Stanley's Annual Report on Form 10-K for the year ended 31 December 2024. References to "**Parent Company**", "**we**" and "**our**" are references to Morgan Stanley.