Edgar Filing: MORGAN STANLEY - Form 4

| MORGAN S Form 4 July 10, 2000 | | | | | | | | | | | |
|--|--|--------------------------|--|---|-------------|------------------|------------------|--|---|--------------------------|--|
| FORM | 14 | | | | | | | | OMB AF | PROVAL | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | OMB Number: | 3235-0287 | | | |
| Check the if no long | | CHANGES IN BENEFICIAL OW | | | | | Expires: | January 31, | | | |
| subject to | F CHAN | | | | | NERSHIP OF | Estimated a | 2005 verage | | | |
| Section 16. SECURITIES | | | | | | | burden hou | rs per | | | |
| Form 5 | Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, | | | | | | e Act of 1934. | response | 0.5 | | |
| obligation may cont <i>See</i> Instru 1(b). | ns Section 1 | 7(a) of the | Public U | | ling Com | ipany | Act of | 1935 or Section | 1 | | |
| (Print or Type I | Responses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> OLAYAN HUTHAM S | | | 2. Issuer Name and Ticker or Trading Symbol MORGAN STANLEY [MS] | | | | g | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) (First) (Middle) | | | 3. Date of Earliest Transaction | | | | | (Check all applicable) | | | |
| | | | (Month/Day/Year) 07/06/2006 | | | | | X_ Director10% Owner Officer (give titleOther (specify below) below) | | | |
| | | | 4. If Ame | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | | |
| | | | | | | | | | | | |
| NEW YOR | K, NY 10036 | | | | | | | _X_ Form filed by C Form filed by M Person | | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-D | erivative S | Securi | ties Aca | uired, Disposed of | or Beneficial | v Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction D (Month/Day/Yea | r) Execution any | ned | 3. Transactio Code (Instr. 8) Code V | 4. Securit | ies Ac sposed | quired of (D) | 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 Indirect | |
| Common Stock | 07/06/2006 | | | A <u>(1)</u> | 29.357 | A | \$ 63.87 | 5,335.189 | D | | |

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Transactic Code (Instr. 8) | 5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | 7. Titl Amou Under Secur (Instr. | int of lying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr |
|---|---|---|---|--|---|---------------------|--------------------|--|--|---|--|
| | | | | 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 | | | |
| OLAYAN HUTHAM S MORGAN STANLEY 1585 BROADWAY NEW YORK, NY 10036 | Х | | | | | | |
| Signatures | | | | | | | |
| /s/ Charlene R. Herzer, Attorney-in-Fact | | 07/10/2 | 006 | | | | |
| **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).
- (1) Stock units acquired under deferred compensation provisions of the Morgan Stanley Directors' Equity Capital Accumulation Plan, which 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.