

093707/30

BLUEPRINT

OneWorld

363a

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP010

Company Number

2164628

Company Name in full

MORGAN STANLEY & CO. LIMITED

Date of this return

The information in this return is made up
to

Day		Month		Year		
3	0	1	1	2	0	8

Date of next return

If you wish to make your next return to a
date earlier than the anniversary of this
return please show the date here.
Companies House will then send a form at
the appropriate time.

Day		Month		Year		

Registered Office

Show here the address at the date of
this return.

Legal & Compliance Department, LNCS/5, 25 Cabot

Square, Canary Wharf

Any change of
registered office must
be notified on form
287.

Post town

London

County / Region

UK Postcode

E14 4QA

Principal business activities

Show trade classification code number(s)
for the principal activity or activities.

6523

If the code number

ed,
ity.

A06

COMPANIES HOUSE

A32

COMPANIES HOUSE

APJAK6AS

06/01/2009

AW4JM5WG

23/12/2008

106

236

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

for companies registered in England and Wales or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX ED235 Edinburgh 1

or LP-4 Edinburgh 2

TUESDAY

10/08

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

Legal & Compliance Department, LNCS/5, 25 Cabot

Square, Canary Wharf

Post town London

County / Region UK Postcode E14 4QA

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept.

Post town

County / Region UK Postcode

Company type

Public limited company

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

☐☒☐☐☐☐☐

Please tick the appropriate box

Company Secretary

* Voluntary details.
(Please photocopy this area to provide details of joint secretaries).

Name

* Style / Title

Details of a new company secretary must be notified on form 288a.

Forename(s) Jonathan Watson

Surname Haile

☐

Address ††

Walnut Tree Cottage, Plough Lane

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Post town Ewhurst

County / Region Surrey UK Postcode GU6 7SG

Country

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

Post town

County / Region

UK Postcode

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept.

Post town

County / Region

UK Postcode

Company type

Public limited company

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>

Please tick the appropriate box

Company Secretary

* Voluntary details.

(Please photocopy this area to provide details of joint secretaries).

Name

* Style / Title

Mr

Forename(s)

Richard Scott

Surname

Rosenthal

Address ††

19 Heath Drive

Post town

London

County / Region

UK Postcode

NW3 7SL

Country

England

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Details of a new company secretary must be notified on form 288a.

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year
Date of birth 1 9 0 8 1 9 6 1

Forename(s) Gavin Lee

Surname MacDonald

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address †† The Grove Stud, Chedburgh Road

Post town Chevington

County / Region Suffolk

UK Postcode IP29 5QT

Country United Kingdom

Nationality British

Business occupation Investment Banker

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year
Date of birth 2 5 0 2 1 9 6 1

Forename(s) Franck Robert

Surname Petitgas

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address †† 14 Thurloe Square, South Kensington

Post town London

County / Region

UK Postcode SW7 2SX

Country United Kingdom

Nationality French

Business occupation Banker

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Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

0 5 0 7 1 9 6 0

Forename(s)

Simon Christopher Townsend

Surname

Robey

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

37 Highbury Place

Post town

LONDON

County / Region

UK Postcode

N5 1QP

Country

Nationality

British

Business occupation

Investment Banker

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Mr

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

3 0 0 7 1 9 5 5

Forename(s)

Richard Scott

Surname

Rosenthal

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

19 Heath Drive

Post town

London

County / Region

UK Postcode

NW3 7SL

Country

England

Nationality

US Citizen

Business occupation

Lawyer

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Standard

Issue share capital

Enter details of all the shares in issue at the date of this return.

	Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
See attached schedule			
Totals			

Traded public companies

A traded public company means a company any of whose shares are shares admitted to trading on a regulated market

Please tick this box if your company was a traded public company at any time during the period of this return

☐**List of past and present shareholders**

(use attached schedule where appropriate)

Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns.

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns.

Please tick the appropriate box below:

A full list of shareholders for a private or non-traded public company is enclosed. **Please complete Schedule A.**on paper ☒ in another format ☐☒☐A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. **Please complete Schedule B.**☐☐

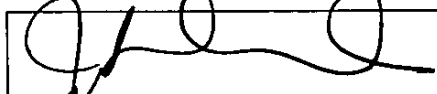
A list containing shareholder changes is enclosed

☐☐→ For private or non-traded public companies, **please complete Schedule A**→ For traded public companies, **please complete Schedule B**

There were no shareholder changes in this period

☐**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed**Date**

22/12/08

† Please delete as appropriate.

† (director/secretary)

When you have signed the return send it with the fee to the Registrar of Companies. Make cheques payable to Companies House.

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

This return includes continuation sheets.
(enter number)

Lisa Marvin (LN-CS 05), Morgan Stanley, 25 Cabot

Square, London, E14 4QA, United Kingdom

Tel

DX number

DX exchange

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Fast-track

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Issue share capital Schedule to form 363a

CHFP010

Company Number | 2164628

Company Name in full | MORGAN STANLEY & CO. LIMITED

Currency | US Dollar

Issue share capital

Enter details of all the shares in issue
at the date of this return.

Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
Non-cumulative Preference	440,000,000	US\$440,000,000.00
ORDINARY (\$)	1,001,000	US\$1,001,000.00
Totals	441,001,000	441,001,000.00

Schedule A
for private or non-traded public companies
List of past and present shareholders

(Please use a continuation sheet if required)

CHFP010

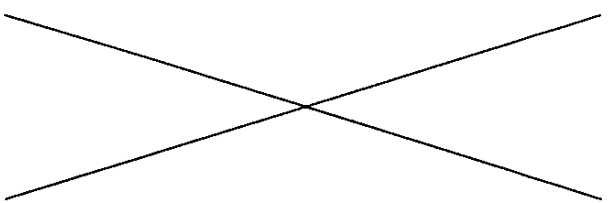
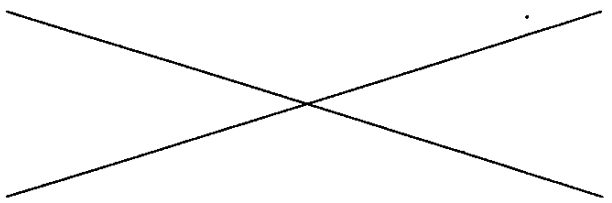
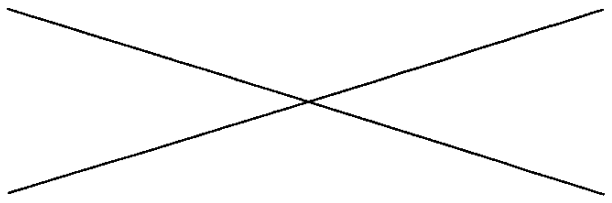
Company Number | 2164628

Company Name in full | MORGAN STANLEY & CO. LIMITED

This must only be completed by private and public limited companies that have not traded on a regulated market

- > Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- > You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation
 - Every third annual return after a full list has been provided
- > List the company shareholders in alphabetical order to provide an index
- > List joint shareholders consecutively

Do not give shareholder address information

Shareholder's name only	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Shares or amount of stock transferred (if appropriate) Date of registration of transfer
Name MORGAN STANLEY STRATEGIC FUNDING LIMITED 	US\$1.00 Non-cumulative Preference Shares Held 440,000,000		
Name 			
Name 			

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Schedule A
for private or non-traded public companies
List of past and present shareholders

(Please use a continuation sheet if required)

CHFP010

Company Number

2164628

Company Name in full

MORGAN STANLEY & CO. LIMITED

This must only be completed by private
 and public limited companies that have
 not traded on a regulated market

- Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order to provide an index
- List joint shareholders consecutively

Do not give shareholder address information

Shareholder's name only	Class and number of shares or amount of stock held	Shares or amount of stock transferred (if appropriate)	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name MSL INCORPORATED	US\$1.00 ORDINARY (\$)			
	Shares Held 1			
Name MORGAN STANLEY UK GROUP	US\$1.00 ORDINARY (\$)			
	Shares Held 1,000,999			
Name				