

CALCULATION OF REGISTRATION FEE

<i>Title of Each Class of Securities Offered</i>	<i>Maximum Aggregate Offering Price</i>
Fixed Rate Senior Notes due 2022	\$6,402,000

PROSPECTUS Dated November 21, 2011**PROSPECTUS SUPPLEMENT Dated November 21, 2011**

Morgan Stanley

GLOBAL MEDIUM-TERM NOTES, SERIES F
Fixed Rate Senior Notes Due November 29, 2022

We, Morgan Stanley, will issue the Global Medium-Term Notes, Series F, Fixed Rate Senior Notes Due November 29, 2022 (the "notes" form is further described under "Description of Notes-Forms of Notes" in the accompanying prospectus supplement.

We describe the basic features of the notes, including how interest is calculated, accrued and paid, including where a scheduled interest day (the following unadjusted business day convention), in the section of the accompanying prospectus supplement called "Description of accompanying prospectus called "Description of Debt Securities-Fixed Rate Debt Securities," subject to and as modified by the provision.

<i>Principal Amount:</i>	<i>\$6,402,000</i>	<i>Interest Payment Period:</i>	<i>Sen</i>
<i>Maturity Date:</i>	<i>November 29, 2022</i>	<i>Interest Payment Dates:</i>	<i>Ea</i> <i>cor</i>
<i>Settlement Date (Original Issue Date):</i>	<i>November 29, 2012</i>	<i>Call Price:</i>	<i>NA</i>
<i>Interest Accrual Date:</i>	<i>November 29, 2012</i>	<i>First Call Date:</i>	<i>NA</i>
<i>Issue Price:</i>	<i>100%</i>	<i>Call Frequency:</i>	<i>NA</i>
<i>Commissions:</i>	<i>1.800%</i>	<i>Business Day:</i>	<i>Ne</i>
		<i>Minimum Denominations:</i>	<i>\$1,</i> <i>exc</i>
<i>Proceeds to Morgan Stanley:</i>	<i>\$6,286,764.00</i>	<i>Survivor's Option:</i>	<i>No</i>
<i>Specified Currency:</i>	<i>U.S. dollars</i>		

<http://www.oblible.com>

Redemption Percentage at Maturity:	100%
Interest Rate:	3.625% per annum (calculated on a 30/360 day count basis)

CUSIP:	61
Other Provisions:	No

Terms not defined herein have the meanings given to such terms in the accompanying prospectus supplement and prospectus, as applicable.

The notes are not bank deposits and are not insured by the Federal Deposit Insurance Corporation or any other governmental agency guaranteed by a bank.

The Securities and Exchange Commission and state securities regulators have not approved or disapproved these securities, or determined if the accompanying prospectus supplement or the prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

MORGAN STANLEY

Supplemental Information Concerning Plan of Distribution; Conflicts of Interest

On the date first set forth above, we agreed to sell to the manager listed below, and it agreed to purchase, the principal amounts of at the "purchase price" for notes. The purchase price for the notes equals the stated Issue Price as set forth above, plus accrued interest,

Name

Morgan Stanley & Co. LLC

Principal Amount of No

\$6,402,000

Morgan Stanley & Co. LLC is our wholly-owned subsidiary. This offering will be conducted in compliance with the requirements Industry Regulatory Authority, Inc., which is commonly referred to as FINRA, regarding a FINRA member firm's distribution of the securi of interest. In accordance with FINRA Rule 5121, MS & Co. LLC may not make sales in this offering to any discretionary accounts wi customer.

The manager has agreed that it will not purchase, deliver, offer or sell the notes or possess or distribute offering material in relation purchase, delivery, offer or sale or the possession or distribution of such offering material would not be in compliance with any applica approval or permission is needed for such purchase, delivery, offer or sale or the possession or distribution by such manager or for c approval or permission has been previously obtained.

Validity of the Notes

In the opinion of Davis Polk & Wardwell LLP, as special counsel to Morgan Stanley, when the notes offered by this pricing supplen Morgan Stanley, authenticated by the trustee pursuant to the Senior Debt Indenture and delivered against payment as contemplated here obligations of Morgan Stanley, enforceable in accordance with their terms, subject to applicable bankruptcy, insolvency and similar law concepts of reasonableness and equitable principles of general applicability (including, without limitation, concepts of good faith, fa provided that such counsel expresses no opinion as to the effect of fraudulent conveyance, fraudulent transfer or similar provision expressed above. This opinion is given as of the date hereof and is limited to the laws of the State of New York and the General Corpor addition, this opinion is subject to customary assumptions about the trustee's authorization, execution and delivery of the Senior Debt notes and the validity, binding nature and enforceability of the Senior Debt Indenture with respect to the trustee, all as stated in the lett 2011, which is Exhibit 5-a to the Registration Statement on Form S-3 filed by Morgan Stanley on November 21, 2011.