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Secretary's Certificate

I, Jarett H. Schultz, a duly elected and acting Assistant Secretary of Morgan Stanley, a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), hereby certify as follows:

1. Attached hereto as **Exhibit A** is a true, correct and complete copy of the Corporation's Amended and Restated Certificate of Incorporation. No amendment to the Corporation's Amended and Restated Certificate of Incorporation has been approved by the Board of Directors and stockholders of the Corporation or filed with the Delaware Secretary of State since April 15, 2021.

2. Attached hereto as **Exhibits B** is a true, correct and complete copy of resolutions (the "Resolutions") duly adopted by the Board of Directors of the Corporation on September 25, 1998, June 17, 2003, December 14, 2004, September 20, 2005, December 12, 2006, June 19, 2007, September 17, 2007 and June 16, 2008. The Resolutions have not been amended or modified with respect to the Offshore Securities Program (as defined therein), are in full force and effect in the form adopted and are the only resolutions adopted by the Board of Directors relating to the issuance of the Securities covered by the Corporation's Offering Circular for Notes, Warrants and Certificates dated June 25, 2021 (as supplemented and/or amended and/or restated and/or replaced from time to time) in relation to the Regulation S Program for the Issuance of Notes, Series A and B, Warrants and Certificates.

3. (a) John Ryan is the duly elected Treasurer and Simon Evenson, Kevin Sheehan and Robert Vesey are duly elected Assistant Treasurers of the Corporation; and

(b) Pursuant to Section 7.01 of the Amended and Restated Bylaws of the Corporation attached hereto as **Exhibit C**, the Treasurer is authorized to enter into agreements and other instruments on behalf of the Corporation, and the Treasurer may delegate such powers to others under his jurisdiction; and

(c) Pursuant to the Delegation of Authority attached hereto as **Exhibit D**, which was executed by the Treasurer of the Corporation on September 20, 2018 and which remains in full force and effect as of the date hereof, each Assistant Treasurer is authorized to sign any and all documents on behalf of the Corporation in connection with the issuance of debt securities, units, warrants, purchase contracts and preferred stock to be issued by the Corporation and, if applicable, listed on any stock exchanges; and

(d) Pursuant to the Power of Attorney attached hereto as **Exhibit E,** which was executed by the Treasurer of the Corporation on October 31, 2019 and which remains in full force and effect as of the date hereof, the named individuals have authority to execute and deliver any and all documents to be used in connection with the issuance (or the amendment or redemption) of equity-, interest rate-, commodity-, currency- or credit-linked debt securities or such other structured debt securities, or other debt securities to be issued by the Corporation and, if applicable, listed on a stock exchange (i) registered under the Securities Act of 1933, as amended; (ii) offered, sold and delivered inside the United States to, or for the account or benefit of, qualified institutional buyers in reliance upon Rule 144A under the Securities Act of 1933, as amended; (iii) offered,

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sold and delivered outside the United States in reliance upon Regulation S under the Securities Act of 1933, as amended; or (iv) offered, sold and delivered inside the United States in reliance upon Regulation D under Security Act of 1933, as amended; and

(e) The signatures of the Treasurer, Assistant Treasurers and the named individuals appearing on the signatory list attached hereto as **Exhibit F** are true copies of their genuine signatures.

4. All individuals named in the Power of Attorney attached hereto as **Exhibit E**, have obtained all approvals referred to therein and have authority to execute and deliver any and all documents to be used in connection with the issuance (or the amendment or redemption) of the debt securities to be issued by the Corporation and listed on the Taipei Exchange, offered, sold and delivered outside the United States in reliance upon Regulations S under the Securities Act of 1933 under the Corporation's Regulation S Program for the Issuance of Notes, Series A and B, Warrants and Certificates.

[*Signature Page Follows*]

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IN WITNESS WHEREOF, I have hereto set my name as of the 4th day of August, 2021.

By: DocuSigned by: 61454343A9864E4...

Jarett H. Schultz
Assistant Secretary and Counsel