<APPENDIX 1-1>

Application Form for TPEx listed International Bonds

This application form is for the use of bonds issued by foreign issuers and sold exclusively to professional investors. These issues are exempt by the competent authority from effective registration of offering and issuance according to the Securities and Exchange Act, Article 22-1.
This application form is also for the use of straight corporate bonds issued by foreign issuers through offshore banking units or offshore securities branch within the Republic of China.

To： The Taipei Exchange (TPEx)

Subject： This issuer hereby submits this application for the approval to issue and trade the following bond on TPEx along with the required attachments in accordance with the Regulations Governing Securities Trading on the Taipei Exchange and applicable provisions of the TPEx rules and regulations.

Name of applicant	Morgan Stanley Finance LLC	Nationality and location of company headquarters		United States of America 1585 Broadway, New York, New York 10036, U.S.A..
Date of establishment	27 March 2002	Method of issuance and offering		Public offering through Securities Underwriters
Name of bond to be listed on TPEx	Morgan Stanley Finance LLC USD 30,000,000 Floating Rate Notes due 3 March 2037	Currency denomination		United States Dollars ("USD")
Location where stocks are listed and name of exchange	New York Stock Exchange in the United States (Note that this is the listing location of Issuer's parent company, Morgan Stanley as guarantor of the bonds)	Name of credit rating agency, rating issued and rating Date	Guarantor	The long-term ratings of Morgan Stanley are: A1 (Moody's) since 27 January 2021 BBB+ (S&P) since 23 June 2021 A (Fitch) since 18 November 2021
			Bond	N/A
			Issuer	The long-term issuer's ratings of Morgan Stanley Finance LLC are: A1 (Moody's) - since 27 January 2021 BBB+ (S&P) - since 23 June 2021 A (Fitch) since 18 November 2021
Amount of Issuance	USD 30,000,000	Method of interest calculation Method of bond principal repayment and interest payment		The Bonds pay interest on an annual basis at the interest rate described in Coupon (%). The Bonds, unless early redemption occurred prior to the maturity, will be redeemed in full by Morgan Stanley Finance LLC on the Maturity Date by paying 100.00% of the notional amount in USD
Par value	Par value: Minimum denominations of USD1,000,000	Agent for repayment of principal and payment of interest		The Bank of New York Mellon
CFI code	DBVGFR	Any breach of contract or delay in payment for previously issued corporate bonds or other debts		No
Coupon（%）	10-Year U.S. Dollar SOFR ICE Swap Rate + 0.50% per annum for the remaining tenor	The amount of outstanding bonds (if any)		Total issuer long term borrowing as of 31 December 2020: USD 26,211million
Term to Maturity (start and end dates)	15 years 3 March 2022 to 3 March 2037	Bond registration institution		Euroclear and Clearstream, Luxembourg
Guarantee type and content	The bonds are guaranteed by issuer's parent company, Morgan Stanley, pursuant to a guarantee dated 25 June 2021.	International code for bond, if bond is registered overseas		XS2175199699
Governing Law	English law	Underwriters / Underwriting commitment, commission (%) and examination fee respectively		First Commercial Bank and KGI Securities Co. Ltd. Underwriting commitment: First Commercial Bank: USD 15,000,000 KGI Securities Co. Ltd.: USD15,000,000 Commission: 0.10% Examination fee: 0.00%
Will the bond principle and interest be separated?	□Yes ■No	Agent for information disclosure		None

Type of sustainable bond accreditation	■N/A □Green Bond □Social Bond □Sustainability Bond		
Planned TPEx listing Date	3 March 2022	Listing Exchange(s)	Taipei Exchange
Method of attachments review （Note 1）	□Online ■Paper	Date of Application	24 February 2022

Attachments

1. A declaration that the contents of this application and its attachments contain no falsehood or concealment.
2. Documents confirming the completion of public offering (Underwritten international bonds may provide an underwriting contract verified by a solicitor or the letter of approval for the underwriting contract provided by Taiwan Securities Association no later than the previous business day of the OTC Trading date, and send the document confirming completion of public offering to TPEx no later than the OTC Trading date
3. A document verifying that the prospectus or private placement memorandum for bonds has been uploaded on the information reporting website (MOPS) designated by the competent authority。
4. International bond issuance method and bond interest rate schedule.
5. Documents confirming bond registration in the domestic and overseas securities custody enterprise.
6. Five copies of the Contract for Purchase and Sale of International Bonds on the Taipei Exchange. (Not necessary for applicants who have already signed the Contract for Purchase and Sale of International Bonds on the Taipei Exchange and received agreement from TPEx.)
7. Documents verifying to the reporting of basic details of the bond on the information reporting website designated by TPEx.
8. Meeting records from the relevant Board of Directors' or Shareholders' meeting when the issuer made the public offering and issuance of securities in this case. Government Issuer should provide copies of all enabling governmental or legislative acts, authorisations, consents or orders and so on as a replacement.
9. Photocopies of all necessary documents from the issuer, in accordance with the country of registration and country of listing, confirming all necessary approvals and declarations related to the public offering and issuance of securities in this case. (Related documents from the country of listing are not necessary for issuers not yet listed for trading on the securities market)
10. Documents confirming the registration of the issuer as a legal entity in accordance with the legal organization in the country of registration. (Not necessary for primary exchange (or TPEx) listed companies, emerging stock companies and government) (Documents confirming the registration of the financial institution as a legal entity in accordance with the legal organization in the country of registration are necessary for issuers who are financial institution branches)
11. An affidavit to the unchanged payment obligations held by the issuer for the interest-only bond after the undertaking of the issuer to the redemption of principal-only bond after separation. (Not necessary for issuers who have not yet applied for the separation of principal and interest)
12. When Issuer issues secured bonds, Issuer must submit documents confirming the guarantee or the guarantee contract from the guarantor bank.
13. Proxy or a photocopy of related document of agreement to provide quotes between the issuer and the securities firm.
14. Securities Underwriter Confirmation Opinion.
15. Checklist for Counsel.
16. Documents confirming the rating of Issuer, Guarantor, or Bond. (Not necessary for applicants who don't have such documents)
17. Photocopies of the TPEx sustainable bond accreditation certificate and the TPEx reply letter to the Sustainable Bond Accreditation Application Form. (Not necessary for applicants not applying for TPEx trading of sustainable bonds.)
18. Compulsory documents or data required by the TPEx.

Application Form for TPEx listed International Bonds be approved
Day Month Year per letter No. Securities-OTC-Bond- of the Taipei Exchange.

Issuer：Morgan Stanley Finance LLC
Legal Representative： Soumyadeep Biswas (as authorized signatory)
Address：38/F, ICC, 1 Austin Road West, Kowloon, Hong Kong
Contact person：Anthony Yin Tel.：+852 3963-3086 Fax：+852 3748-0423

Notes
1. For online listing, this form and all other attachments must be uploaded to the online bond listing system.
2. This application shall be submitted in triplicate. It shall be incorporated into the Contract for Purchase and Sale of International Bonds on the Taipei Exchange after being approved by the TPEx.
3. The attached information must be in English and in a format conforming with international norms.