Edgar Filing: MORGAN STANLEY - Form 4

MORGAN S	TANLEY										
Form 4	2										
April 12, 200										PROVAL	
FORM	4 UNITED	STATES			ND EXCH D.C. 2054		GE C	OMMISSION	OMB OMB Number:	3235-0287	
subject to				CHANGES IN BENEFICIAL OWNE SECURITIES				ERSHIP OF	Expires: January 3 20 Estimated average		
Section 16. Form 4 or									burden hour response	rs per 0.5	
Form 5 obligation may cont See Instru 1(b).	Filed pu ns Section 17	(a) of the l	Public U	tility Hold		any A	Act of	Act of 1934, 1935 or Section 0		0.5	
(Print or Type F	Responses)										
DAVIES HOWARD J Symbo			Symbol	suer Name and Ticker or Trading ol RGAN STANLEY [MS]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 3. Date of			e of Earliest Transaction				(Check all applicable)				
				Month/Day/Year) 4/10/2007				Officer (give titleOther (specify below)Other (specify below)			
				endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person			
NEW YORI	K, NY 10036							Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative Se	curitie	es Acqu	iired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		n Date, if	3. Transactio Code (Instr. 8) Code V	4. Securities r(A) or Dispo (Instr. 3, 4 a Amount	osed of		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 Beneficial Ownership (Instr. 4)	
Common Stock	04/10/2007			A <u>(1)</u>	3,103.05	A	\$ 0	13,304.225	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	Amou Unde Secur	le and int of rlying ities . 3 and 4)	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			
DAVIES HOWARD J MORGAN STANLEY 1585 BROADWAY NEW YORK, NY 10036	Х						
Signatures							
/s/ Charlene R. Herzer, Attorney-in-Fact		04/12/2	007				
<u>**</u> 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 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.