

MORGAN STANLEY
Form 3
May 20, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â MORRISON ALASDAIR G		(Month/Day/Year)	MORGAN STANLEY [MWD]	
(Last)	(First)	(Middle)	05/16/2005	
MORGAN STANLEY,Â 1585 BROADWAY			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)				
NEW YORK,Â NYÂ 10036			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			<input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
			(give title below) (specify below)	
			Business Unit Head	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	63,059	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	01/02/2011	Common Stock	1,981 \$ 65.34		D	Â
Employee Stock Option (Right to Buy)	Â (2)	01/02/2012	Common Stock	15,638 \$ 57.03		D	Â
Employee Stock Option (Right to Buy)	Â (3)	01/02/2013	Common Stock	20,955 \$ 42.56		D	Â
Employee Stock Option (Right to Buy)	Â (4)	01/02/2014	Common Stock	23,181 \$ 55.45		D	Â
Employee Stock Option (Right to Buy)	Â (5)	01/02/2014	Common Stock	86,765 \$ 53.02		D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORRISON ALASDAIR G MORGAN STANLEY 1585 BROADWAY NEW YORK, NY 10036	Â	Â	Â	Business Unit Head

Signatures

/s/ Alasdair G. Morrison 05/18/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on January 2, 2003.
- (2) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on January 2, 2004.
- (3) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on January 2, 2005.
- (4) Options become exercisable upon vesting. 50% of the award will vest on January 2, 2006 and 50% will vest on January 2, 2007.
- (5) Options become exercisable upon vesting. 20% of the award vests annually on January 2 over five years beginning January 2, 2005.

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.