

HARRIS RAYMOND
Form 3
August 08, 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 *

Â HARRIS RAYMOND
(Last) (First) (Middle)

MORGAN STANLEY,Â 1585 BROADWAY

(Street)

NEW YORK,Â NYÂ 10036

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
07/28/2005

3. Issuer Name and Ticker or Trading Symbol
MORGAN STANLEY [MWD]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
___ Officer ___X___ Other
(give title below) (specify below)
Acting Business Unit Head

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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

57,154.467

D Â

Common Stock

7,683.018

I By 401(k) Plan/ESOP Trust

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

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	01/02/2009	Common Stock	12,622	\$ 35.65	D	Â
Employee Stock Option (Right to Buy)	Â (2)	01/02/2010	Common Stock	3,216	\$ 60.14	D	Â
Employee Stock Option (Right to Buy)	Â (3)	01/02/2011	Common Stock	5,165	\$ 65.34	D	Â
Employee Stock Option (Right to Buy)	Â (4)	01/02/2012	Common Stock	6,444	\$ 57.03	D	Â
Employee Stock Option (Right to Buy)	Â (5)	01/02/2013	Common Stock	12,952	\$ 42.56	D	Â
Employee Stock Option (Right to Buy)	Â (6)	01/02/2014	Common Stock	130,148	\$ 53.02	D	Â
Employee Stock Option (Right to Buy)	Â (7)	01/02/2014	Common Stock	12,782	\$ 55.45	D	Â
Employee Stock Option (Right to Buy)	Â (8)	01/02/2008	Common Stock	13,356	\$ 56.87	D	Â

Reporting Owners

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

Signatures

/s/ Raymond Harris 08/08/2005

**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: 33 1/3% of the award vested on January 2 of each year for three years beginning on January 2, 2000.
 - (2) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on January 2, 2002.
 - (3) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on January 2, 2003.
 - (4) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on January 2, 2004.

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- (5) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on January 2, 2005.
- (6) Options become exercisable upon vesting. 20% of the award vests annually on January 2 over five years beginning January 2, 2005.
- (7) Options become exercisable upon vesting. 50% of the award will vest on January 2, 2006 and 50% will vest on January 2, 2007.
- (8) Options become exercisable upon vesting. The award is fully exercisable: 100% of the award vested on the grant date (April 1, 2005).
Restoration options granted in connection with exercise of previously granted options.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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