

MORGAN STANLEY EMERGING MARKETS FUND INC  
Form N-Q  
May 29, 2009

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

**FORM N-Q**

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number

811-06403

MORGAN STANLEY EMERGING MARKETS FUND, INC.  
(Exact name of registrant as specified in charter)

522 FIFTH AVENUE NEW YORK, NY  
(Address of principal executive offices)

10036  
(Zip code)

RANDY TAKIAN

522 FIFTH AVENUE NEW YORK, NY, 10036  
(Name and address of agent for service)

Registrant's telephone number, including area code:

1-800-231-2608

Date of fiscal year end: 12/31

Date of reporting period: 3/31/09

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**Item 1. Schedule of Investments.**

The Fund's schedule of investment as of the close of the reporting period prepared pursuant to Rule 12-12 Regulation S-X is as follows:

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Morgan Stanley Emerging Markets Fund, Inc.

Portfolio of Investments

First Quarter Report

March 31, 2009

	Shares	Value (000)
<b>COMMON STOCKS (95.2%)</b>		
<b>(Unless Otherwise Noted)</b>		
<b>Brazil (10.9%)</b>		
<b>Beverages</b>		
Cia de Bebidas das Americas (Preference) ADR	24,800	\$ 1,184
<b>Commercial Banks</b>		
Banco Bradesco S.A. ADR	47,700	472
Banco Bradesco S.A. (Preference)	33,000	329
Banco Nacional S.A. (Preference) (a)(b)(c)	61,598,720	
Itau Unibanco Banco Multiplo S.A. ADR	211,513	2,301
Itau Unibanco Banco Multiplo S.A. (Preference)	59,146	653
		3,755
<b>Finance Companies</b>		
BM&F Bovespa S.A.	251,300	764
<b>Food Products</b>		
Perdigao S.A.	82,661	1,034
<b>Household Durables</b>		
PDG Realty S.A. Empreendimentos e Participacoes	65,300	366
<b>Media</b>		
NET Servicos de Comunicacao S.A. (Preference) (c)	156,242	1,135
<b>Metals &amp; Mining</b>		
Cia Vale do Rio Doce ADR	232,588	2,624
Cia Vale do Rio Doce (Preference), Class A	17,252	199
		2,823
<b>Multiline Retail</b>		
Lojas Renner S.A.	58,400	361
<b>Oil, Gas &amp; Consumable Fuels</b>		
Petroleo Brasileiro S.A. ADR	46,026	1,128
Petroleo Brasileiro S.A. (Preference)	201,132	2,481
		3,609
<b>Specialty Retail</b>		
Ultrapar Participacoes S.A. (Preference)	23,140	553
<b>Wireless Telecommunication Services</b>		
Vivo Participacoes S.A. ADR	44,600	582
		16,166
<b>China/Hong Kong (19.0%)</b>		
<b>Automobiles</b>		
Dongfeng Motor Group Co., Ltd., Class H	3,648,000	1,893

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**Commercial Banks**

China Construction Bank Corp., Class H	4,236,000	2,406
Industrial & Commercial Bank of China, Class H	3,835,000	1,995
		4,401

**Communications Equipment**

BYD Electronic International Co., Ltd.	756,000	267
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**Construction & Engineering**

China Railway Construction Corp. Ltd., Class H (c)	249,500	326
China Railway Group Ltd., Class H (c)	227,800	133
		459

**Construction Materials**

Anhui Conch Cement Co., Ltd., Class H (c)	329,000	1,815
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**Diversified Telecommunication Services**

China Communications Services Corp., Ltd., Class H	946,000	566
China Unicom Hong Kong Ltd.	454,000	476
		1,042

**Independent Power Producers & Energy Traders**

China Resources Power Holdings Co., Ltd.	453,000	948
Datang International Power Generation Co., Ltd., Class H	1,082,000	476
		1,424

**Industrial Conglomerates**

Beijing Enterprises Holdings Ltd.	167,000	702
Shanghai Industrial Holdings Ltd.	523,000	1,448
		2,150

**Insurance**

China Life Insurance Co., Ltd., Class H	1,036,000	3,409
Ping An Insurance Group Co. of China Ltd., Class H	258,500	1,543
		4,952

**Media**

Focus Media Holding Ltd. ADR (c)	67,500	459
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**Oil, Gas & Consumable Fuels**

PetroChina Co., Ltd., Class H	3,070,000	2,447
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**Specialty Retail**

Belle International Holdings Ltd.	1,051,000	535
GOME Electrical Appliances Holdings Ltd. (a)	10,375,000	1,499
		2,034

**Wireless Telecommunication Services**

China Mobile Ltd.	556,000	4,840
		28,183

**Czech Republic (2.4%)**

**Commercial Banks**

Komerční Banka A.S.	11,124	1,108
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**Diversified Telecommunication Services**

Telefonica O2 Czech Republic A.S.	49,064	972
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**Electric Utilities**

CEZ A.S.	40,708	1,453
		3,533

**Hungary (0.3%)**

**Pharmaceuticals**

Richter Gedeon Nyrt	4,550	496
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**India (7.9%)**

**Automobiles**

Hero Honda Motors Ltd.	36,500	773
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Morgan Stanley Emerging Markets Fund, Inc.

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	Shares	Value (000)
<b>India (cont d)</b>		
Maruti Suzuki India Ltd.	40,843	\$ 633
		1,406
<b>Commercial Banks</b>		
Axis Bank Ltd.	56,500	467
HDFC Bank Ltd.	80,700	1,564
State Bank of India Ltd.	63,392	1,345
Union Bank of India	135,500	394
		3,770
<b>Construction Materials</b>		
ACC Ltd.	27,890	318
India Cements Ltd.	166,677	350
		668
<b>Electrical Equipment</b>		
Bharat Heavy Electricals Ltd.	45,730	1,370
<b>Household Products</b>		
Hindustan Unilever Ltd.	277,291	1,300
<b>Information Technology Services</b>		
Infosys Technologies Ltd.	54,532	1,425
<b>Media</b>		
Deccan Chronicle Holdings Ltd.	229,500	215
<b>Oil, Gas &amp; Consumable Fuels</b>		
Hindustan Petroleum Corp. Ltd.	96,071	510
Oil & Natural Gas Corp. Ltd.	21,100	326
		836
<b>Tobacco</b>		
ITC Ltd.	204,400	745
		11,735
<b>Indonesia (3.1%)</b>		
<b>Automobiles</b>		
Astra International Tbk PT	473,600	589
<b>Commercial Banks</b>		
Bank Central Asia Tbk PT	3,190,000	863
Bank Mandiri Tbk PT	2,082,000	396
Bank Rakyat Indonesia Tbk PT	1,472,500	536
		1,795
<b>Diversified Telecommunication Services</b>		
Telekomunikasi Indonesia Tbk PT	2,394,500	1,566
<b>Gas Utilities</b>		
Perusahaan Gas Negara PT	2,870,000	538

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**Oil, Gas & Consumable Fuels**

Bumi Resources Tbk PT	2,167,000	154
		4,642

**Israel (1.8%)**

**Aerospace & Defense**

Elbit Systems Ltd.	1	@
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**Pharmaceuticals**

Teva Pharmaceutical Industries Ltd. ADR	40,839	1,840
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**Software**

Check Point Software Technologies (c)	34,892	775
		2,615

**Luxembourg (0.2%)**

**Wireless Telecommunication Services**

Millicom International Cellular S.A.	9,383	348
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**Malaysia (1.0%)**

**Commercial Banks**

Bumiputra-Commerce Holdings Bhd	213,200	402
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**Electric Utilities**

Tenaga Nasional Bhd	263,500	441
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**Industrial Conglomerates**

Sime Darby Bhd	104,100	164
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**Wireless Telecommunication Services**

Digi.com Bhd	80,200	467
		1,474

**Mexico (3.5%)**

**Beverages**

Fomento Economico Mexicano S.A.B. de C.V. ADR	2,400	61
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**Commercial Banks**

Grupo Financiero Banorte S.A.B. de C.V., Class O	560,600	742
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**Food & Staples Retailing**

Wal-Mart de Mexico S.A.B. de C.V., Class V	142,105	332
Wal-Mart de Mexico S.A.B. de C.V. ADR (c)	23,400	546
		878

**Household Durables**

Desarrolladora Homex S.A.B. de C.V. ADR (c)	7,465	99
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**Media**

Grupo Televisa S.A. ADR	87,600	1,195
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**Wireless Telecommunication Services**

America Movil S.A.B. de C.V., Class L ADR	82,512	2,234
		5,209

**Pakistan (1.0%)**

**Commercial Banks**

MCB Bank Ltd.	184,580	324
National Bank of Pakistan (c)	326,330	357
		681

**Diversified Telecommunication Services**

Pakistan Telecommunication Co., Ltd. (c)	843,000	175
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**Oil, Gas & Consumable Fuels**

Oil & Gas Development Co., Ltd.	549,700	492
Pakistan State Oil Co., Ltd.	76,400	186

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		678
		1,534
<b>Panama (0.6%)</b>		
<b>Airlines</b>		
Copa Holdings S.A., Class A	32,805	940
<b>Poland (2.8%)</b>		
<b>Commercial Banks</b>		
Bank Pekao S.A.	45,629	1,097
Bank Zachodni WBK S.A.	16,165	317
Powszechna Kasa Oszczednosci Bank Polski S.A.	172,066	1,061
		2,475
<b>Construction &amp; Engineering</b>		
PBG S.A. (c)	3,916	215
<b>Diversified Telecommunication Services</b>		
Telekomunikacja Polska S.A.	179,287	970
<b>Metals &amp; Mining</b>		
KGHM Polska Miedz S.A.	13,241	175

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Morgan Stanley Emerging Markets Fund, Inc.

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March 31, 2009

	Shares	Value (000)
<b>Poland (cont d)</b>		
<b>Oil, Gas &amp; Consumable Fuels</b>		
Polskie Gornictwo Naftowe I Gazownictwo S.A.	393,358	\$ 381
		4,216
<b>Russia (5.2%)</b>		
<b>Diversified Telecommunication Services</b>		
Vimpel-Communications OJSC ADR	73,131	479
<b>Electric Utilities</b>		
RusHydro (a)(c)	18,717,482	415
<b>Food Products</b>		
Wimm-Bill-Dann Foods OJSC ADR (c)	13,054	415
<b>Metals &amp; Mining</b>		
Polyus Gold Co. ADR	34,591	792
<b>Oil, Gas &amp; Consumable Fuels</b>		
Gazprom OAO ADR	63,898	939
LUKOIL ADR	73,895	2,776
Rosneft Oil Co. GDR (c)	320,065	1,378
		5,093
<b>Paper &amp; Forest Products</b>		
Alliance Cellulose Ltd., Class B (a)(b)(c)	156,075	
<b>Wireless Telecommunication Services</b>		
Mobile Telesystems OJSC ADR	17,500	524
		7,718
<b>South Africa (7.3%)</b>		
<b>Beverages</b>		
SABMiller plc	66,617	993
<b>Food Products</b>		
Tiger Brands Ltd.	83,000	1,189
<b>Media</b>		
Naspers Ltd., Class N	77,730	1,316
<b>Metals &amp; Mining</b>		
Anglo Platinum Ltd.	8,529	431
AngloGold Ashanti Ltd.	46,185	1,692
AngloGold Ashanti Ltd. ADR	3,310	122
Harmony Gold Mining Co., Ltd. (c)	80,300	869
Harmony Gold Mining Co., Ltd. ADR (c)	10,300	112
Impala Platinum Holdings Ltd.	61,900	1,039
		4,265



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<b>Oil, Gas &amp; Consumable Fuels</b>		
Sasol Ltd.	15,233	443
<b>Specialty Retail</b>		
Mr. Price Group Ltd.	177,613	455
<b>Wireless Telecommunication Services</b>		
MTN Group Ltd.	196,166	2,176
		10,837
<b>South Korea (12.9%)</b>		
<b>Automobiles</b>		
Hyundai Motor Co.	13,088	529
<b>Chemicals</b>		
LG Chem Ltd.	13,900	888
SSCP Co., Ltd. (c)	33,514	190
		1,078
<b>Commercial Banks</b>		
KB Financial Group, Inc. (c)	22,180	535
Shinhan Financial Group Co., Ltd. (c)	55,676	1,000
		1,535
<b>Construction &amp; Engineering</b>		
Hyundai Development Co.	15,580	382
<b>Household Durables</b>		
LG Electronics, Inc.	13,116	872
Woongjin Coway Co., Ltd.	73,177	1,587
		2,459
<b>Insurance</b>		
Samsung Fire & Marine Insurance Co., Ltd.	6,872	799
<b>Internet Software &amp; Services</b>		
NHN Corp. (c)	16,459	1,809
<b>Media</b>		
Cheil Worldwide, Inc.	4,704	562
<b>Personal Products</b>		
Amorepacific Corp.	1,493	659
<b>Semiconductors &amp; Semiconductor Equipment</b>		
Samsung Electronics Co., Ltd.	12,381	5,114
Samsung Electronics Co., Ltd. (Preference)	3,306	760
		5,874
<b>Textiles, Apparel &amp; Luxury Goods</b>		
Cheil Industries, Inc.	22,548	618
<b>Tobacco</b>		
KT&G Corp.	20,480	1,128
<b>Wireless Telecommunication Services</b>		
LG Telecom Ltd.	34,740	212
SK Telecom Co., Ltd.	9,976	1,386
SK Telecom Co., Ltd. ADR	9,800	151
		1,749
		19,181
<b>Taiwan (9.4%)</b>		
<b>Chemicals</b>		
Taiwan Fertilizer Co., Ltd.	79,000	162
<b>Commercial Banks</b>		
First Financial Holding Co., Ltd.	938,800	435

**Computers & Peripherals**

Acer, Inc.	627,540	948
High Tech Computer Corp.	135,000	1,671
Wistron Corp.	943,000	1,022
		3,641

**Diversified Financial Services**

Yuanta Financial Holding Co., Ltd.	2,086,000	958
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**Diversified Telecommunication Services**

Chunghwa Telecom Co., Ltd.	830,801	1,515
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**Electronic Equipment & Instruments**

HON HAI Precision Industry Co., Ltd.	971,100	2,203
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**Insurance**

Cathay Financial Holding Co., Ltd.	748,150	646
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**Semiconductors & Semiconductor Equipment**

Siliconware Precision Industries Co.	311,000	330
Taiwan Semiconductor Manufacturing Co., Ltd.	2,439,011	3,714
Taiwan Semiconductor Manufacturing Co., Ltd. ADR	46,500	416
		4,460

14,020

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First Quarter Report

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	Shares	Value (000)
<b>Thailand (1.8%)</b>		
<b>Commercial Banks</b>		
Bangkok Bank PCL NVDR	237,100	\$ 503
Kasikornbank PCL (Foreign)	386,800	498
Kasikornbank PCL NVDR	56,900	72
Siam Commercial Bank PCL (Foreign)	267,500	411
		1,484
<b>Oil, Gas &amp; Consumable Fuels</b>		
PTT Exploration & Production PCL (Foreign)	132,400	367
PTT PCL (Foreign)	60,800	264
		631
<b>Wireless Telecommunication Services</b>		
Advanced Info Service PCL (Foreign)	211,200	493
		2,608
<b>Turkey (4.1%)</b>		
<b>Beverages</b>		
Anadolu Efes Biracilik Ve Malt Sanayii A.S.	87,693	545
<b>Commercial Banks</b>		
Akbank T.A.S.	497,106	1,463
Turkiye Garanti Bankasi A.S. (c)	1,161,589	1,653
Turkiye Halk Bankasi A.S.	198,615	436
Turkiye Is Bankasi A.S., Class C	306,993	692
		4,244
<b>Diversified Financial Services</b>		
Haci Omer Sabanci Holding A.S.	172,926	298
<b>Diversified Telecommunication Services</b>		
Turk Telekomunikasyon A.S. (c)	136,548	317
<b>Wireless Telecommunication Services</b>		
Turkcell Iletisim Hizmet A.S.	123,222	603
		6,007
<b>TOTAL COMMON STOCKS (Cost \$194,754)</b>		<b>141,462</b>

	Face Amount (000)
<b>DEBT INSTRUMENT (0.0%)</b>	
<b>India (0.0%)</b>	
<b>Metals &amp; Mining</b>	
Shri Ishar Alloy Steels Ltd., Zero Coupon, (expired maturity)(a)(b) (Cost \$408)	INR 581
<b>INVESTMENT COMPANY (1.0%)</b>	
<b>India (1.0%)</b>	
<b>Diversified Financial Services</b>	

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Morgan Stanley Growth Fund (c)(d) (Cost \$440)	2,450,493	1,498
	Shares	
<b>SHORT-TERM INVESTMENT (3.0%)</b>		
<b>United States (3.0%)</b>		
<b>Investment Company</b>		
Morgan Stanley Institutional Liquidity Funds Money Market Portfolio Institutional Class (Cost \$4,388) (d)	4,388,463	4,388
<b>TOTAL INVESTMENTS (99.2%) (Cost \$199,990) +(e)</b>		147,348
<b>OTHER ASSETS IN EXCESS OF LIABILITIES (0.8%)</b>		1,165
<b>NET ASSETS (100%)</b>	\$	148,513

- (a) Security has been deemed illiquid at March 31, 2009.
- (b) At March 31, 2009, the Fund held less than \$500 of fair valued securities, representing less than 0.05% of net assets. These securities have been fair valued as determined in good faith under procedures established by and under the general supervision of the Fund's Directors.
- (c) Non-income producing security.
- (d) The Fund invests in the Morgan Stanley Growth Fund, an open-end management investment company advised by an affiliate of the Adviser. The Morgan Stanley Growth Fund has a cost basis of approximately \$440,000 at March 31, 2009. Investment Advisory fees paid by the Fund are reduced by an amount equal to its pro-rata share of the advisory and administration fees paid by the Morgan Stanley Growth Fund. For the period ended March 31, 2009, advisory fees paid were reduced by approximately \$2,000 relating to the Fund's investment in the Morgan Stanley Growth Fund. For the period ended March 31, 2009, the Fund had no purchases or sales of the security. The Fund invests in the Morgan Stanley Liquidity Funds Money Market Portfolio Institutional Class (the Liquidity Fund), an open-end management investment company managed by the Adviser. Investment advisory fees paid by the Fund are reduced by an amount equal to its pro-rata share of the advisory and administration fees paid by the Liquidity Fund. For the period ended March 31, 2009, advisory fees paid were reduced by approximately \$1,000 relating to the Fund's investment in the Liquidity Fund. For the same period, income distributions earned by the Fund were recorded as dividends from affiliates and totaled approximately \$6,000. For the period ended March 31, 2009, the approximate cost of purchases and sales in the Liquidity Fund were \$21,944,000 and \$25,166,000, respectively.
- (e) The approximate market value and percentage of total investments, \$112,713,000 and 76.5%, respectively, represent the securities that have been fair valued under the fair valuation policy for international investments as described in the Notes to Portfolio of Investments.
- @ Value is less than \$500.
- + At March 31, 2009, the U.S. Federal income tax cost basis of investments was approximately \$199,990,000 and, accordingly, net unrealized depreciation for U.S. Federal income tax purposes was \$52,642,000 of which \$7,707,000 related to appreciated securities and \$60,349,000 related to depreciated securities.

ADR American Depositary Receipt  
GDR Global Depositary Receipt  
NVDR Non-Voting Depositary Receipt

**Foreign Currency Exchange Contract Information:**

The Fund had the following foreign currency exchange contract(s) open at period end:

Currency to Deliver (000)	Value (000)	Settlement Date	In Exchange For (000)	Value (000)	Net Unrealized Appreciation (Depreciation) (000)
INR	11,638 \$	229	4/2/09	USD 228 \$	228 \$ (1)
INR	3,290	64	4/2/09	USD 64	64 @
PLN	42	12	4/1/09	USD 12	12 @

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PLN	56	16	4/3/09	USD	16	16	@
USD	56	56	4/1/09	CZK	1,154	56	@
USD	81	81	4/1/09	INR	4,114	81	@
USD	72	72	4/1/09	INR	3,674	72	@
USD	21	21	4/1/09	INR	1,049	21	@
USD	136	136	4/1/09	MXN	1,963	139	3
USD	125	125	4/2/09	MXN	1,752	124	(1)
USD	26	26	4/1/09	TWD	866	26	@
USD	314	314	4/2/09	ZAR	3,004	317	3
USD	109	109	4/3/09	ZAR	1,043	110	1
	\$	1,261			\$	1,266	\$ 5

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Morgan Stanley Emerging Markets Fund, Inc.

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CZK	Czech Koruna
INR	Indian Rupee
MXN	Mexican Peso
PLN	Polish Zloty
TWD	Taiwan Dollar
USD	United States Dollar
ZAR	South African Rand

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**Notes to Portfolio of Investments (unaudited)**

The Fund adopted Financial Accounting Standards Board Statement of Financial Accounting Standards No. 157, Fair Value Measurements (SFAS 157), effective January 1, 2008. In accordance with SFAS 157, fair value is defined as the price that the Fund would receive to sell an investment or pay to transfer a liability in a timely transaction with an independent buyer in the principal market, or in the absence of a principal market the most advantageous market for the investment or liability. SFAS 157 establishes a three-tier hierarchy to distinguish between (1) inputs that reflect the assumptions market participants would use in pricing an asset or liability developed based on market data obtained from sources independent of the reporting entity (observable inputs) and (2) inputs that reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing an asset or liability developed based on the best information available in the circumstances (unobservable inputs) and to establish classification of fair value measurements for disclosure purposes. Various inputs are used in determining the value of the Fund's investments. The inputs are summarized in the three broad levels listed below.

- Level 1 quoted prices in active markets for identical investments  
 Level 2 other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, credit risk, etc.)  
 Level 3 significant unobservable inputs (including the Fund's own assumptions in determining the fair value of investments)

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

The following is a summary of the inputs used as of March 31, 2009 in valuing the Fund's investments carried at value:

	Investments in Securities (000)	Other Financial Instruments* (000)
<b>Valuation Inputs - Assets</b>		
Level 1 - Quoted Prices	\$ 35,043	\$
Level 2 - Other Significant Observable Inputs	112,305	7
Level 3 - Significant Unobservable Inputs		**
Total	\$ 147,348	\$ 7
<b>Valuation Inputs - Liabilities</b>		
Level 1 - Quoted Prices	\$	\$
Level 2 - Other Significant Observable Inputs		(2)
Level 3 - Significant Unobservable Inputs		
Total	\$	\$ (2)

The following is a reconciliation of investments in which significant unobservable inputs (Level 3) were used to determine fair value.

	Investments in Securities (000)	
<b>Balance as of 12/31/08</b>	\$	**
Accrued discounts/premiums		
Realized gain (loss)		

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Change in unrealized appreciation (depreciation)		
Net purchases (sales)		
Net transfers in and/or out of Level 3		
<b>Balance as of 3/31/09</b>	<b>\$</b>	<b>**</b>

The amount of total realized gains (losses) for the period included in earnings attributable to the change in unrealized gains (losses) relating to assets and liabilities still held at Level 3 at 3/31/09

\*Other financial instruments include forwards.

\*\* Includes securities which are valued at zero.

**Security Valuation** Securities listed on a foreign exchange are valued at their closing price. Unlisted securities and listed securities not traded on the valuation date for which market quotations are readily available are valued at the mean between the current bid and asked prices obtained from reputable brokers. Equity securities listed on a U.S. exchange are valued at the latest quoted sales price on the valuation date. Equity securities listed or traded on NASDAQ, for which market quotations are available, are valued at the NASDAQ Official Closing Price. Debt securities purchased with remaining maturities of 60 days or less are valued at amortized cost, if it approximates market value.

All other securities and investments for which market values are not readily available, including restricted securities, and those securities for which it is inappropriate to determine prices in accordance with the aforementioned procedures, are valued at fair value as determined in good faith under procedures adopted by the Board of Directors (the Directors), although the actual calculations may be done by others. Factors considered in making this determination may include, but are not limited to, information obtained by contacting the issuer, analysts, or the appropriate stock exchange (for exchange-traded securities), analysis of the issuer's financial statements or other available documents and, if necessary, available information concerning other securities in similar circumstances.

Most foreign markets close before the New York Stock Exchange ( NYSE ). Occasionally, developments that could affect the closing prices of securities and other assets may occur between the times at which valuations of such securities are determined (that is, close of the foreign market on which the securities trade) and the close of business on the NYSE. If these developments are expected to materially affect the value of the securities, the valuations may be adjusted to reflect the estimated fair value as of the close of the NYSE, as determined in good faith under procedures established by the Directors.



**Item 2. Controls and Procedures.**

(a) The Fund's principal executive officer and principal financial officer have concluded that the Fund's disclosure controls and procedures are sufficient to ensure that information required to be disclosed by the Fund in this Form N-Q was recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms, based upon such officers' evaluation of these controls and procedures as of a date within 90 days of the filing date of the report.

(b) There were no changes in the Fund's internal control over financial reporting that occurred during the registrant's fiscal quarter that has materially affected, or is reasonably likely to materially affect, the Fund's internal control over financial reporting.

**Item 3. Exhibits.**

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) Morgan Stanley Emerging Markets Fund, Inc.  
By: /s/ Randy Takian  
Name: Randy Takian  
Title: Principal Executive Officer  
Date: May 19, 2009

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ Randy Takian  
Name: Randy Takian  
Title: Principal Executive Officer  
Date: May 19, 2009

By: /s/ James Garrett  
Name: James Garrett  
Title: Principal Financial Officer  
Date: May 19, 2009

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