

SIXTH SUPPLEMENT TO THE BASE PROSPECTUS

Morgan Stanley

as issuer and guarantor
(incorporated under the laws of the State of Delaware in the United States of America)

MORGAN STANLEY & CO. INTERNATIONAL PLC

as issuer
(incorporated with limited liability in England and Wales)

MORGAN STANLEY B.V.

as issuer
(incorporated with limited liability in The Netherlands)

MORGAN STANLEY FINANCE LLC

as issuer
(formed under the laws of the State of Delaware in the United States of America)

REGULATION S PROGRAM FOR THE ISSUANCE OF NOTES, SERIES A AND SERIES B, WARRANTS AND CERTIFICATES

Morgan Stanley, Morgan Stanley & Co. International plc (“**MSI plc**”), Morgan Stanley B.V. (“**MSBV**”) and Morgan Stanley Finance LLC (“**MSFL**”, together with Morgan Stanley, MSI plc and MSBV, the “**Issuers**”) and Morgan Stanley, in its capacity as guarantor (in such capacity, the “**Guarantor**”) have prepared this sixth base prospectus supplement (the “**Sixth Base Prospectus Supplement**”) to supplement and be read in conjunction with the base prospectus dated 18 December 2025 of Morgan Stanley, MSI plc, MSBV and MSFL (as supplemented by the first supplement to the base prospectus dated 23 January 2026, the second supplement to the base prospectus dated 2 March 2026, the third supplement to the base prospectus dated 22 May 2026, the fourth supplement to the base prospectus dated 23 July 2026 and the fifth supplement to the base prospectus dated 14 August 2026, the “**Base Prospectus**”) relating to the Regulation S Program for the Issuance of Notes, Series A and Series B, Warrants and Certificates.

This Sixth Base Prospectus Supplement has been approved by:

- (i) the Financial Conduct Authority (“**FCA**”) as competent authority under the UK Prospectus Regulation (as defined below). The FCA only approves this Sixth Base Prospectus Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Regulation (EU) No 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, as it forms part of the laws of the United Kingdom (the “**UK Prospectus Regulation**”). Such approval by the FCA should not be considered as an endorsement of the Issuers or the quality of the Notes;
- (ii) the Luxembourg Stock Exchange pursuant to the appendices to the Rules and Regulations of the Luxembourg Stock Exchange for the purpose of providing information with regard to the Issuers and the Guarantor for the purpose of listing Notes on the Official List and admitting to trading on the Euro MTF market of the Luxembourg Stock Exchange. The Euro MTF market is not a regulated market for the purposes of Directive 2014/65/EU; and
- (iii) the Irish Stock Exchange plc, trading as Euronext Dublin (“**Euronext Dublin**”) as supplementary listing particulars, pursuant to the listing and admission to trading rules of Euronext Dublin for the purpose of providing information with regard to the Issuers and the Guarantor for the purpose of admitting Notes to the Official List of Euronext Dublin and to trading on its Global Exchange Market. The Global Exchange Market is the exchange regulated market of Euronext Dublin and is not a regulated market for the purposes of MiFID II.

Investors should be aware that the prospectus regulation rules of the FCA made under sections 73A and 84 of the Financial Services and Markets Act 2000, as amended from time to time (the “**Prospectus Regulation Rules**”) and the UK Prospectus Regulation apply where the Notes are admitted to trading on a regulated market situated or operating within the United Kingdom and/or an offer of the Notes is made to the public (within the meaning provided for the purposes of the Prospectus Regulation Rules) in the United Kingdom.

Unless otherwise defined in this Sixth Base Prospectus Supplement, terms defined in the Base Prospectus shall have the same meaning when used in this Sixth Base Prospectus Supplement. To the extent that there is any inconsistency between any statement in, or incorporated by reference in, this Sixth Base Prospectus Supplement and any other statement in, or incorporated by reference in, the Base Prospectus, the statements in this Sixth Base Prospectus Supplement will prevail.

The purpose of this Sixth Base Prospectus Supplement is to:

- (i) disclose the publication by MSI plc of its unaudited half-yearly financial report for the six months ended 30 June 2026 (the “**MSI plc June 2026 Interim Accounts**”);
- (ii) disclose the publication by MSBV of its unaudited interim financial report for the six months ended 30 June 2026 (the “**MSBV June 2026 Interim Accounts**”);
- (iii) disclose the publication by MSFL of its unaudited interim financial report for the six months ended 30 June 2026 (the “**MSFL June 2026 Interim Accounts**”);
- (iv) incorporate by reference into the Base Prospectus the MSI plc June 2026 Interim Accounts, MSBV June 2026 Interim Accounts and MSFL June 2026 Interim Accounts, as set out in “Part A” of this Sixth Base Prospectus Supplement;
- (v) make certain amendments to the “*Description of Morgan Stanley & Co. International plc*” section in the Base Prospectus pursuant to the publication of the MSI plc June 2026 Interim Accounts, as set out in “Part B” of this Sixth Base Prospectus Supplement;
- (vi) make certain amendments to the “*Description of Morgan Stanley B.V.*” section in the Base Prospectus pursuant to the publication of the MSBV June 2026 Interim Accounts, as set out in “Part C” of this Sixth Base Prospectus Supplement;
- (vii) make certain amendments to the “*Description of Morgan Stanley Finance LLC*” section in the Base Prospectus pursuant to the publication of the MSFL June 2026 Interim Accounts, as set out in “Part D” of this Sixth Base Prospectus Supplement; and
- (viii) make certain amendments to the “*General Information*” section in the Base Prospectus pursuant to the publication of the MSI plc June 2026 Interim Accounts, the MSBV June 2026 Interim Accounts and the MSFL June 2026 Interim Accounts, as set out in “Part E” of this Sixth Base Prospectus Supplement.

In accordance with Article 23.2 of the UK Prospectus Regulation and PRR 3.4.1 of the Prospectus Regulation Rulebook, investors who have agreed to purchase or subscribe for, or have applied to purchase or subscribe for, any Notes prior to the publication of this Sixth Base Prospectus Supplement and where Notes had not yet been delivered to the investors at the time when the significant new factor, material mistake or material inaccuracy arose or was noted, shall have the right, exercisable within two working days following the date of publication of this Sixth Base Prospectus Supplement, to withdraw their acceptances or applications by notice in writing to the relevant Issuer or Manager, as the case may be. The final date within which such right of withdrawal must be exercised is 13 October 2026.

Save as disclosed in this Sixth Base Prospectus Supplement, no significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen since the publication of the fifth Supplement to the Base Prospectus on 14 August 2026.

Each Responsible Person (as defined below) accepts responsibility for the information contained in the relevant document and confirms that, to the best of its knowledge, having taken all reasonable care to ensure that such is the case, the information contained in the relevant document is in accordance with the facts and does not omit anything likely to affect the import of such information.

“**Responsible Person**” means:

- (i) MSI plc with regard to this Sixth Base Prospectus Supplement with the exception of items 2 and 3 of Part A, Part C, Part D, and items 2 and 3 of Part E hereto;
- (ii) MSBV with regard to this Sixth Base Prospectus Supplement with the exception of items 1 and 3 of Part A, Part B, Part D, and items 1 and 3 of Part E hereto; and

- (iii) MSFL with regard to this Sixth Base Prospectus Supplement with the exception of items 1 and 2 of Part A, Part B, Part C, and items 1 and 2 of Part E hereto.

Any information or documents which are not incorporated by reference are either not relevant for an investor or covered in another part of this Sixth Base Prospectus Supplement.

This Sixth Base Prospectus Supplement and each of the MSI plc June 2026 Interim Accounts, MSBV June 2026 Interim Accounts and MSFL June 2026 Interim Accounts are available for viewing and copies may be obtained from the offices of the relevant Responsible Person, and are available on Morgan Stanley's website at <http://sp.morganstanley.com/EU/Documents> and on the website of the Luxembourg Stock Exchange at www.luxse.com.

The MSI plc June 2026 Interim Accounts are available on Morgan Stanley's website at <https://sp.morganstanley.com/download/prospectus/04c8a724-c164-45b1-b195-1b9cee6808ca>.

The MSBV June 2026 Interim Accounts are available on Morgan Stanley's website at <https://sp.morganstanley.com/download/prospectus/91b88caf-4489-4653-b6d1-0a4f4366768e>.

The MSFL June 2026 Interim Accounts are available on Morgan Stanley's website at <https://www.morganstanley.com/content/dam/msdotcom/en/about-us-ir/shareholder/morgan-stanley-finance-llc-interim-financial-report-30-june-2026.pdf>.

9 October 2026

MORGAN STANLEY

MORGAN STANLEY & CO. INTERNATIONAL PLC

MORGAN STANLEY B.V.

MORGAN STANLEY FINANCE LLC

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PART A – INCORPORATION BY REFERENCE

This Sixth Base Prospectus Supplement incorporates by reference each of the MSI plc June 2026 Interim Accounts, MSBV June 2026 Interim Accounts, and, MSFL June 2026 Interim Accounts into the Base Prospectus, and the information incorporated by reference must be read in conjunction with the cross-reference table below which supplements the section titled “*Incorporation by Reference*” contained on pages 73 to 81 of the Base Prospectus.

The following documents and/or information shall be deemed to be incorporated by reference in, and form part of, the Base Prospectus:

Documents filed		Information incorporated by reference	Page(s)
1. Morgan Stanley & Co. International plc			
MSI plc June 2026 Interim Accounts	(1)	Directors’ responsibilities statement	17
https://sp.morganstanley.com/download/prospectus/04c8a724-c164-45b1-b195-1b9cee6808ca	(2)	Independent review report to the members of Morgan Stanley & Co. International plc	18 - 19
	(3)	Condensed consolidated income statement	20
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2. Morgan Stanley B.V.			
MSBV June 2026 Interim Accounts	(1)	Directors’ responsibility statement	7
https://sp.morganstanley.com/download/prospectus/91b88caf-4489-4653-b6d1-0a4f4366768e	(2)	Condensed statement of comprehensive income	8
	(3)	Condensed statement of changes in equity	9
	(4)	Condensed statement of financial position	10
	(5)	Condensed statement of cash flows	11
	(6)	Notes to the condensed financial statements	12 - 36
	(7)	Independent auditor’s review report to the shareholder of Morgan Stanley B.V.	37 - 39
3. Morgan Stanley Finance LLC			
MSFL June 2026 Interim Accounts	(1)	Directors’ Responsibility Statement	4

<https://www.morganstanley.com/content/dam/msdotcom/en/about-us-ir/shareholder/morgan-stanley-finance-llc-interim-financial-report-30-june-2026.pdf>

(2)	Statements of Financial Condition (Unaudited as at June 30, 2026)	5
(3)	Statements of Comprehensive Income/(Loss) (unaudited)	6
(4)	Statements of Cash Flows (unaudited)	7
(5)	Statements of Changes in Member's Deficit (Unaudited as at June 30, 2026 and June 30, 2025)	8
(6)	Notes to the Financial Statements (unaudited) for the six months ended June 30, 2026 and June 30, 2025	9 - 21
(7)	Glossary of common terms & acronyms	22

Any non-incorporated parts of a document referred to herein, which for the avoidance of doubt are not listed in the cross-reference list above, are either deemed not relevant for an investor or are otherwise covered elsewhere in the Base Prospectus. Any documents incorporated by reference into the document listed above do not form part of the Base Prospectus.

PART B – AMENDMENTS TO THE “DESCRIPTION OF MORGAN STANLEY & CO. INTERNATIONAL PLC” SECTION

1. The section titled “7. *LEGAL PROCEEDINGS*” on page 755 of the Base Prospectus shall be deleted in its entirety and the following substituted therefor:

“7. LEGAL PROCEEDINGS

Save as disclosed in:

- (a) the paragraphs under the heading “*Contingencies*” under the heading “14. *Commitments, Guarantees and Contingencies*” in “*Notes to Consolidated Financial Statements*” at pages 125 to 128 and the section titled “*Legal Proceedings*” at page 154 of Morgan Stanley’s Annual Report on Form 10-K for the year ended 31 December 2025;
- (b) the section titled “18.1 *Litigation Matters*” and the section titled “18.2 *Tax Matters*” under the heading “18. *Provisions and Contingent Liabilities*” in “*Notes to the Financial Statements*” at pages 92 to 95 of MSI plc’s report and financial statements for the year ended 31 December 2025;
- (c) the paragraphs under the heading “*Contingencies*” under the heading “13. *Commitments, Guarantees and Contingencies*” in “*Notes to Consolidated Financial Statements (Unaudited)*” at pages 64 to 66 and the section titled “*Legal Proceedings*” at page 77 of Morgan Stanley’s Quarterly Report on Form 10-Q for the quarterly period ended 31 March 2026;
- (d) the paragraphs under the heading “*Contingencies*” under the heading “13. *Commitments, Guarantees and Contingencies*” in “*Notes to Consolidated Financial Statements (Unaudited)*” at pages 65 to 68 and the section titled “*Legal Proceedings*” at page 79 of Morgan Stanley’s Quarterly Report on Form 10-Q for the quarterly period ended 30 June 2026; and
- (e) the section titled “*Litigation Matters*” under the heading “13. *Provisions and contingent liabilities*” in “*Notes to the condensed consolidated financial statements*” at pages 34 to 35 of MSI plc’s half-yearly financial report for the six months ended 30 June 2026,

there are no, nor have there been, any governmental, legal or arbitration proceedings involving MSI plc Group (including any such proceedings which are pending or threatened of which MSI plc Group is aware) during the 12-month period before the date of the Sixth Base Prospectus Supplement which may have, or have had in the recent past, a significant effect on the financial position or profitability of the MSI plc Group.”

2. The paragraph headed “*Significant Change*” in the section titled “8. *ADDITIONAL INFORMATION*” on page 756 of the Base Prospectus shall be deleted in its entirety and the following substituted therefor:

“Significant Change

There has been no significant change in the financial performance or financial position of MSI plc Group since 30 June 2026, the date of the last published half-yearly (unaudited) financial statements of MSI plc.”

PART C – AMENDMENTS TO THE “*DESCRIPTION OF MORGAN STANLEY B.V.*” SECTION

1. The paragraph headed “*Significant Change*” in the section titled “8. *ADDITIONAL INFORMATION*” on page 759 of the Base Prospectus shall be deleted in its entirety and the following substituted therefor:

“Significant Change

There has been no significant change in the financial performance or financial position of MSBV since 30 June 2026, the date of the last published interim (unaudited) financial statements of MSBV.”

2. The section titled “7. *Legal Proceedings*” on page 759 of the Base Prospectus shall be deleted and the following substituted therefor:

“There are no governmental, legal or arbitration proceedings involving MSBV (including any such proceedings which are pending or threatened of which MSBV is aware) during the 12-month period before the date of the Sixth Base Prospectus Supplement which may have, or have had in the recent past, a significant effect on the financial position or profitability of MSBV.”

PART D – AMENDMENTS TO THE “*DESCRIPTION OF MORGAN STANLEY FINANCE LLC*” SECTION

1. The section titled “7. LEGAL PROCEEDINGS” on page 761 of the Base Prospectus shall be deleted in its entirety and the following substituted therefor:

“7. LEGAL PROCEEDINGS

Save as disclosed in:

- (a) the section titled "*Legal*" under the heading "*8. Contingencies*" at page 22 of MSFL’s annual financial report for the year ending 31 December 2025; and
- (b) the section titled "*Legal*" under the heading "*8. Contingencies*" at page 20 of MSFL’s interim financial report for the six months ending 30 June 2026,

there are no governmental, legal or arbitration proceedings involving MSFL (including any such proceedings which are pending or threatened of which MSFL is aware) during the 12-month period before the date of the Sixth Base Prospectus Supplement which may have, or have had in the recent past, a significant effect on the financial position or profitability of MSFL.”

2. The paragraph headed “*Significant Change*” in the section titled “*8. ADDITIONAL INFORMATION*” on page 762 of the Base Prospectus shall be deleted in its entirety and the following substituted therefor:

“Significant Change

There has been no significant change in the financial performance or financial position of MSFL since 30 June 2026, the date of the last published interim (unaudited) financial statements of MSFL.”

PART E – AMENDMENTS TO THE “*GENERAL INFORMATION*” SECTION

1. Sub-paragraph (h) on page 787 of the Base Prospectus shall be deleted in its entirety and the following substituted therefor:

“(h) Report and Financial Statements of MSI plc for the financial years ended 31 December 2024 and 31 December 2025 and MSI plc’s half-yearly financial report for the six months ended 30 June 2026 (these shall not be available at the registered office of Morgan Stanley, MSBV or MSFL);”

2. Sub-paragraph (i) on page 787 of the Base Prospectus shall be deleted in its entirety and the following substituted therefor:

“(i) Report and Financial Statements of MSBV for the financial years ended 31 December 2024 and 31 December 2025 and MSBV’s interim financial report for the six months ended 30 June 2026 (these shall not be available at the registered office of MSI plc or MSFL);”

3. Sub-paragraph (j) on page 787 of the Base Prospectus shall be deleted in its entirety and the following substituted therefor:

“(j) Report and Financial Statements of MSFL for the financial years ended 31 December 2024 and 31 December 2025 and MSFL’s interim financial report for the six months ended 30 June 2026 (these shall not be available at the registered office of MSI plc or MSBV);”