

This is a 100% capital protected product issued by Morgan Stanley, with participation linked to the performance of an Underlying.

The product term is 6 years.

100% of capital is protected on Maturity, subject to the Issuer not defaulting on their obligations or experiencing a credit event.

100% Capital Protected Notes are designed for investors seeking full capital protection with an opportunity to participate in the growth of the Underlying.

Strike Date:	9 October 2024
Issue Date:	24 October 2024
Final Valuation Date:	9 October 2030
Maturity Date:	24 October 2030

PRODUCT FEATURES

Issuer:	Morgan Stanley B.V.	Underlying:	S&P 500 Index (SPX)
Guarantor:	Morgan Stanley (A1 / A+ / A-)	Participation:	130% of the quarterly arithmetic averaged performance of the Underlying
Product Type:	100% Capital Protected Participation Note	Capital Protection:	Minimum 100% of capital returned at Maturity
Term:	6 years		

CCY	ISIN	Investment Return	Capital Protection
USD	XS2877245352	130% x quarterly arithmetic averaged performance of SPX	100%

INVESTMENT DESCRIPTION

Description

- This 6 year fixed term investment offers 100% capital protection at Maturity irrespective of how the Underlying performs.

At the end of the fixed term, 130% of the un-capped growth in the Underlying is applied to the capital invested. The final growth calculation employs quarterly arithmetic averaging across the full 6 years of the fixed term, there are 24 averaging dates in total.

Return at Maturity

At the end of the fixed term;

- If the quarterly arithmetic averaged performance of the Underlying is positive, the product returns 100% of the invested capital plus 130% participation in the performance of the Underlying.
- If the quarterly arithmetic averaged performance of the Underlying is zero or negative, the product returns 100% of the invested capital.

ADVANTAGES

- 100% Capital Protection at Maturity unless a Credit Event occurs with the Issuer.
- The final growth has no cap and so the investment benefits from the growth of the Underlying.
- Averaging can reduce the effect of dramatic market falls towards the end of the fixed term. There are 24 quarterly arithmetic averaging dates in total.

RISKS

- Repayment of capital and returns at Maturity is subject to the Issuer not defaulting on their obligations or experiencing a credit event.
- In constantly rising markets, averaging can result in reducing the return that would have been payable by investing directly into the Underlying itself.
- Inflation may have the effect of reducing the value of your investment.
- Selling out of the Note early may result in a capital loss. If the Notes are sold or redeemed prior to Maturity, the price will depend on numerous factors, including the volatility of the Underlying, the remaining time to Maturity, interest rates and the perception of the Issuers credit quality, and may be less than the amount initially invested.

OBSERVATION DATES FOR QUARTERLY ARITHMETIC AVERAGING

Observation Date			
9 January 2025	9 July 2026	7 January 2028	9 July 2029
9 April 2025	9 October 2026	7 April 2028	9 October 2029
9 July 2025	8 January 2027	7 July 2028	9 January 2030
9 October 2025	9 April 2027	9 October 2028	9 April 2030
9 January 2026	9 July 2027	9 January 2029	9 July 2030
9 April 2026	8 October 2027	9 April 2029	9 October 2030

PAYOFF DIAGRAM

Potential investment returns based on an initial investment of 100,000 USD.

Quarterly Arithmetic Averaged Performance of the Underlying (compared to the initial index level)	Potential Return (USD)
-50%	\$100,000
-25%	\$100,000
-10%	\$100,000
0%	\$100,000
+10%	\$113,000
+25%	\$132,500
+50%	\$165,000

THE UNDERLYING

S&P 500 INDEX PERFORMANCE (SPX)



THE INDEX AT A GLANCE

The S&P 500 is widely regarded as the best single gauge of large-cap U.S. equities and serves as the foundation for a wide range of investment products. The index includes 500 leading companies and captures approximately 80% coverage of available market capitalization.

Source: Bloomberg, as of 30/08/2024. Past performance is not an indication of future performance.

SUITABILITY

This Note may be suitable for investors who:

- Have received professional financial advice.
- Have a general understanding of financial markets and structured notes.
- Understand that positive return at Maturity depends on Underlying performance.
- Are investing for the medium to long-term and can afford to have their cash invested for the full term of the note.
- Realise that if they need to redeem their investment before Maturity they may receive back less than initially invested.
- Understand that if the Issuer defaults they could lose some or all of their invested capital and no returns.

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UK Restrictions: None

CREDIT RATING

	Moody's	Fitch	S&P
Morgan Stanley	A1	A+	A-

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