

MORGAN STANLEY & CO. INTERNATIONAL plc
as issuer
(incorporated with limited liability in England and Wales)

**Issue by Morgan Stanley & Co. International plc of up to 10,000 Five-Year Leveraged Certificates
linked to a Reference Fund Basket, due May 2022 (ISIN: XS1575064040)
(the “Certificates”)**

Regulation S Program for the Issuance of Notes, Series A and Series B, Warrants and Certificates

This Notice is dated 2 June 2017 and should be read in conjunction with the Prospectus dated 26 April 2017, as supplemented by the First Prospectus Supplement dated 18 May 2017 in respect of the issue by Morgan Stanley & Co. International plc of up to 10,000 Five-Year Leveraged Certificates linked to a Reference Fund Basket, due May 2022 (ISIN: XS1575064040).

Further to the closure of the offer period, in accordance with Article 8 of the Prospectus Directive, notice is hereby given of the final Offer Amount of the Certificates is 350 Certificates.

The Issue Date of the Certificates is 19 June 2017.

This Notice will be filed with the Central Bank of Ireland.

For further information, please contact:

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