



14006507

Edwin Mecabe
Managing Director
Corporate Actions & Market Watch



Received SEC

APR 29 2014

April 29, 2014

Washington, DC 20549
CERT NYS
File No. 001-11758

Chief, Information Technology
Securities and Exchange Commission
Division of Corporation Finance
100 F Street, NE MS 3040
Washington, DC 20549

To whom it may concern:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, Morgan Stanley Depositary Shares, each representing 1/1,000th of a share of 6.625% Non-Cumulative Preferred Stock, Series G and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on April 28, 2014. Tentative listing date – May 1, 2014.

Sincerely,