

# MORGAN STANLEY B.V.

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Dated: 1 October 2024

**Re: EUR 1,500,000 Phoenix Autocallable Equity and Futures Contract Linked Notes due 2028 identified by ISIN XS2862081770 (the "Notes") issued by Morgan Stanley B.V. (the "Issuer") on 7 August 2024, the terms and conditions of which comprise (i) the "Terms and Conditions of the Notes", as completed and amended by (ii) the "Final Terms", each as set out in the Base Prospectus dated 12 July 2024 (hereinafter referred as the "Terms and Conditions of the Notes").**

Dear Sirs,

The Issuer wishes to notify each of the Securityholders of an error in the Final Terms dated 7 August 2024. The error relates to Early Redemption elections in item 37.

As per Condition 26.2(a)(v), an amendment to the Final Terms may be made without the consent of the Securityholders where, in the reasonable opinion of the Issuer, the amendment is not materially prejudicial to the interests of the Securityholders.

The Issuer is of the opinion that the amendment in question is not materially prejudicial to the interests of the Securityholders and, therefore, item 37 shall be amended as follows:

(iii) Automatic Early Redemption Determination Date(s): 19 September 2025, 19 December 2025, 20 March 2026, 19 June 2026, 18 September 2026, 18 December 2026, 20 March 2027, 18 June 2027, 17 September 2027, 17 December 2027, 17 March 2028, 16 June 2028, 15 September 2028 and 15 December 2028

(vi) Automatic Early edemption Date(s): Scheduled Automatic Early Redemption Dates are 26 September 2025, 26 December 2025, 27 March 2026, 26 June 2026, 26 September 2026, 25 December 2026, 26 March 2027, 26 June 2027, 24 September 2027, 24 December 2027, 24 March 2028, 23 June 2028, 22 September 2028 and 22 December 2028

Neither the Issuer or any of its affiliates is acting as a fiduciary for or an adviser to the Holder in respect of this Notice.

This Notice (including any non-contractual obligation arising out of or in connection with this letter agreement) shall be governed by and construed in accordance with English law. Each party submits to the exclusive jurisdiction of the English courts to settle any disputes arising out of or in connection with this letter agreement (including a dispute relating to any non-contractual obligation arising out of or in connection with this letter of agreement).

Signed on behalf of the Issuer:

By: TMF Management B.V., managing director,



Duly authorised