

**SCHEDULE 1 –  
UTILISATION REQUEST<sup>1</sup>**

From: Morgan Stanley Europe Holding SE

To: Morgan Stanley

Dated 17 December 2021

Dear Sir or Madam,

Morgan Stanley Europe Holding SE – EUR 5bn Multicurrency Subordinated Facility Agreement dated 17 December 2021 (the "Agreement")

- 1 We refer to the Agreement. This is a Utilisation Request. Terms defined in the Agreement have the same meaning in this Utilisation Request unless given a different meaning in this Utilisation Request.
- 2 We wish to borrow a Loan on the following terms:


Utilisation Date:	17 December 2021 (or, if that is not a Business Day, the next Business Day)
Currency of Loan:	Euro
Principal Amount:	500,000,000
First Interest Payment Date:	31 December 2021

- 3 This Utilisation Request is irrevocable.

Yours faithfully

Morgan Stanley Europe Holding SE

By 

By   
or David William (E)

Acknowledged and agreed

Morgan Stanley



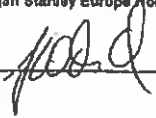
By: Simon Evenson  
Managing Director


<sup>1</sup> Lender to endorse a record of any repayment of a Loan on the Utilisation Request relating thereto, specifying the date and amount of each repayment.

**Signature Page  
to the Facility Agreement**

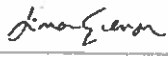
This Master Agreement has been entered into on the date first stated above.

Morgan Stanley Europe Holding SE (as Company)

By: 

By:   
David William, ED

Morgan Stanley (as Lender)

By: 

Simon Evenson  
Managing Director