Account Application

Notice: This form is intended for Shareholders who own Morgan Stanley mutual fund shares directly with the fund. If you own shares of a Morgan Stanley mutual fund through a Financial Intermediary, including Morgan Stanley Wealth Management, please contact your Financial Intermediary for instructions on updating your account.

Complete this application to set up a new mutual fund account for any Morgan Stanley Fund. For assistance in completing this application, consult the appropriate prospectus or call 800-869-6397. This account application should not be used to establish a Morgan Stanley retirement account.

<u>Mail completed application to:</u> Morgan Stanley Funds P.O. Box 219804 Kansas City, MO 64121-9804 Overnight Delivery: Morgan Stanley Funds 430 West 7th Street Kansas City, MO 64105

Account Information

Provide the information as you want it to appear on your account. Trusts, S-Corporations, C-Corporations, partnerships or other entities may be required to provide additional documentation before establishing an account or effecting any transactions. Please refer to page 17 herein for required documents. Be sure to provide your tax identification number, which for most individuals is your Social Security Number. In accordance with the USA PATRIOT Act of 2001, Morgan Stanley may ask you to provide various identification documents or other information.

Registration name (account owner)

Registration name ► joint account owner, if applicable	
Taxpayer ID ("TIN") or Social Security number ("SSN of account owner") ▶ required	Date of birth ▶ month/date/year
Taxpayer ID ("TIN") or Social Security number ("SSN of joint account owner") ▶ required	Date of birth ▶ month/date/year

Mailing address

Please fill in completely, including telephone number(s). Confirmations and investment statements will be mailed to this address. :

Street ► If using P.O. box, street address must be included	
City	State/Province
Zip/Postal code	Country
Home telephone number	Business telephone number
Email address	

Primary Residence No P.O. boxes please (required)

Street	
City	State/Province
Zip/Postal code	Country
Home telephone number	Business telephone number
Fax number	Email address

For additional account owners, please provide identifying information as indicated in Section 1 and attach it to the application. This information is required to establish your account.

Electronic Delivery

Morgan Stanley is pleased to offer planet-friendly electronic delivery of fund documents. If you consent to electronic delivery, when a statement or a new prospectus or Shareholder report becomes available, you will be notified by e-mail. The email will provide a secure link for you to login to your account to view or download your most recent statement(s), or provide a URL for you to view your new prospectus or Shareholder report online. Please note that no confidential information will be sent over the Internet. In order to view your account statements, you must set up an online account with a User ID and secure password. Your enrollment in e-delivery will remain in effect as long as your account remains active or until you cancel your enrollment. You may change your email address of record or cancel your enrollment in e-delivery at any time at MSIM.com or by calling one of our Investor Service Representatives during normal business hours at 1-800-869-6397. If you cancel your enrollment in e-delivery, you will automatically receive printed materials in the mail.

I consent to have the following checked fund documents delivered to me electronically at the e-mail address provided below:

ACCOUNT STATEMENTS	PROSPECTUS AND SHAREHOLDER REPORTS	
Email Address		

In order for you to receive notifications and to view your fund documents, you will need a valid email address, a personal computer with appropriate web browser and email software, access to the internet, and Adobe Acrobat viewer software to view PDF-formatted documents (available free of charge at www.adobe.com). Please note that although there is no charge for e-delivery, there may be costs, such as usage charges from Internet access providers, and risks, such as system outages, associated with electronic access to our documents. These costs and risks are your responsibility.

* If Canadian Resident, please review information on pages 21-29.

Interested party option

In addition to the confirmations and investment statements sent to my/our registered address, I/we hereby authorize the Fund to mail confirmations and investment statements to the name and address provided below.

I/we hereby authorize the Fund to also e-mail one or both of the following to the e-mail address below:

MONTH-END STATEMENTS*

□ ACCOUNT ACTIVITY CONFIRMATIONS*

Name Street address > If using P.O. box, street address must be included	
City	State/Province
Zip/Postal code	Country
Home telephone number	Business telephone number
Fax number	Email address

Account type

Please indicate the form of business and type of account.

□ PARTNERSHIP	□ FOUNDATION
□ ESTATE	LIMITED LIABILITY COMPANY
□ TRUST—LIVING OR TESTAMENTARY	□ C-CORPORATION
□ JOINT TENANTS WITH RIGHTS OF SURVIVORSHIP	□ S-CORPORATION
□ JOINT TENANTS IN COMMON	EMPLOYEE BENEFIT
□ UNIFORM GIFTS/TRANSFERS TO MINORS (ONLY ONE CUSTODIAN AND MINOR PERMITTED) □ OMNIBUS □ PERSONAL HOLDING COMPANY □ OTHER	 □ 401(K) □ PROFIT SHARING □ DEFINED BENEFIT (PENSION) □ TOWNSHIPS, CITIES, AND COUNTRIES □ TRANSFER ON DEATH (Must include separate Transfer on Death Form located on www.msim.com)

Portfolio and Class Section

Please indicate Portfolio, class, and amount for purchase of the following Portfolio(s):

Morgan Stanley Institutional Fund Trust Portfolios

Class R6 and Class IR shares minimum: \$5,000,000 for each Portfolio Class I shares minimum: \$1,000,000 for each Portfolio Class A shares minimum: \$1,000 for each Portfolio

Corporate Bond Portfolio

CLASS | SHARES (8136)

CLASS A SHARES (8184)

□ CLASS C SHARES (8526)

Discovery Portfolio

□ CLASS R6 SHARES (8215)

CLASS | SHARES (8128)

CLASS A SHARES (8188)

□ CLASS C SHARES (8608)

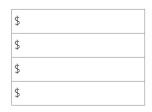
\$		
\$		
\$		
\$		
\$		
\$		
\$		

Class C shares minimum: \$1,000 for each Portfolio

Global Strategist Portfolio

CLASS R6 SHARES (8533) CLASS | SHARES (8146) CLASS A SHARES (8186) □ CLASS C SHARES (8501) High Yield Portfolio □ CLASS IR SHARES (8721) CLASS R6 SHARES (8221) CLASS | SHARES (8108) □ CLASS A SHARES (8110)

CLASS C SHARES (8528)



\$	
\$	
\$	
\$	
\$	

Please indicate Portfolio, class, and amount for purchase of the following Portfolio(s):

Morgan Stanley Institutional Fund, Inc. Portfolios

□ CLASS C SHARES (8506)

Class R6 and Class IR shares minimum: \$5,000,000 for each Portfolio Class I shares minimum: \$1,000,000 for each Portfolio Class A shares minimum: \$1,000 for each Portfolio

Class C shares minimum: \$1,000 for each Portfolio

Advantage Portfolio		Emerging Markets ex China Portfolio	
CLASS R6 SHARES (8202)	\$	CLASS R6 SHARES (8660)	\$
CLASS I SHARES (8045)	\$	CLASS I SHARES (8659)	\$
CLASS A SHARES (8046)	\$	CLASS A SHARES (8657)	\$
□ CLASS C SHARES (8504)	\$	CLASS C SHARES (8658)	\$
American Resilience Portfolio		Emerging Markets Leaders Portfolio	
CLASS R6 SHARES (8652)	\$	CLASS R6 SHARES (8229)	\$
🗆 CLASS I SHARES (8651)	\$	CLASS IR SHARES (8635)	\$
□ CLASS A SHARES (8649)	\$	CLASS I SHARES (8227)	\$
□ CLASS C SHARES (8650)	\$	CLASS A SHARES (8226)	\$
Asia Opportunity Portfolio	L	CLASS C SHARES (8507)	\$
CLASS R6 SHARES (8539)	\$	Global Concentrated Portfolio	
CLASS I SHARES (8537)	\$	CLASS R6 SHARES (8554)	\$
CLASS A SHARES (8536)	\$	CLASS I SHARES (8553)	\$
CLASS C SHARES (8538)	\$	CLASS A SHARES (8551)	\$
Developing Opportunity Portfolio		CLASS C SHARES (8552)	\$
CLASS R6 SHARES (8617)	\$	Global Core Portfolio	
CLASS I SHARES (8616)	\$	CLASS R6 SHARES (8558)	\$
CLASS A SHARES (8614)	\$	CLASS I SHARES (8557)	\$
CLASS C SHARES (8615)	\$	CLASS A SHARES (8555)	\$
Dynamic Value Portfolio		CLASS C SHARES (8556)	\$
CLASS R6 SHARES (8634)	\$	Global Endurance Portfolio	
CLASS I SHARES (8633)	\$	CLASS R6 SHARES (8255)	\$
CLASS A SHARES (8631)	\$	CLASS I SHARES (8252)	\$
CLASS C SHARES (8632)	\$	CLASS A SHARES (8253)	\$
Emerging Markets Portfolio		CLASS C SHARES (8254)	\$
CLASS IR SHARES (8705)	\$	Global Focus Real Estate Portfolio	
CLASS R6 SHARES (8205)	\$	CLASS R6 SHARES (8640)	\$
CLASS I SHARES (8071)	\$	CLASS I SHARES (8639)	\$
□ CLASS A SHARES (8044)	\$	CLASS A SHARES (8637)	\$

CLASS C SHARES (8638)

\$

\$

Please indicate Portfolio, class, and amount for purchase of the following Portfolio(s):

Morgan Stanley Institutional Fund, Inc. Portfolios

Class R6 and Class IR shares minimum: \$5,000,000 for each Portfolio Class I shares minimum: \$1,000,000 for each Portfolio Class A shares minimum: \$1,000 for each Portfolio

Class C shares minimum: \$1,000 for each Portfolio

Global Franchise Portfolio	 Global Stars Portfolio	
CLASS R6 SHARES (8532)	\$ CLASS R6 SHARES (8220)	\$
CLASS I SHARES (8003)	\$ CLASS I SHARES (8217)	\$
CLASS A SHARES (8013)	\$ CLASS A SHARES (8219)	\$
CLASS C SHARES (8535)	\$ CLASS C SHARES (8513)	\$
Global Infrastructure Portfolio	Growth Portfolio	
CLASS IR SHARES (8713)	\$ CLASS IR SHARES (8708)	\$
CLASS R6 SHARES (8213)	\$ CLASS R6 SHARES (8208)	\$
CLASS I SHARES (8080)	\$ CLASS I SHARES (8058)	\$
CLASS A SHARES (8081)	\$ CLASS A SHARES (8036)	\$
CLASS C SHARES (8522)	\$ CLASS C SHARES (8515)	\$
Global Insight Portfolio	Inception Portfolio	
CLASS R6 SHARES (8636)	\$ CLASS R6 SHARES (8216)	\$
CLASS I SHARES (8023)	\$ CLASS I SHARES (8062)	\$
CLASS A SHARES (8025)	\$ CLASS A SHARES (8037)	\$
CLASS C SHARES (8509)	\$ CLASS C SHARES (8609)	\$
Global Opportunity Portfolio	International Advantage Portfolio	
CLASS IR SHARES (8706)	\$ CLASS R6 SHARES (8241)	\$
CLASS R6 SHARES (8206)	\$ CLASS I SHARES (8124)	\$
CLASS I SHARES (8065)	\$ CLASS A SHARES (8132)	\$
□ CLASS A SHARES (8066)	\$ CLASS C SHARES (8517)	\$
CLASS C SHARES (8512)	\$ International Equity Portfolio	
Global Permanence Portfolio	CLASS R6 SHARES (8209)	\$
CLASS R6 SHARES (8262)	\$ CLASS I SHARES (8063)	\$
CLASS I SHARES (8261)	\$ CLASS A SHARES (8038)	\$
□ CLASS A SHARES (8259)	\$ CLASS C SHARES (8518)	\$
□ CLASS C SHARES (8260)	\$ International Opportunity Portfolio	
Global Real Estate Portfolio	CLASS IR SHARES (8710)	\$
CLASS IR SHARES (8707)	\$ □ CLASS R6 SHARES (8210)	\$
CLASS R6 SHARES (8207)	\$ CLASS I SHARES (8005)	\$
CLASS I SHARES (8004)	\$ CLASS A SHARES (8028)	\$
CLASS A SHARES (8014)	\$ CLASS C SHARES (8519)	\$
CLASS C SHARES (8514)	\$	

Please indicate Portfolio, class, and amount for purchase of the following Portfolio(s):

\$

\$

\$

Morgan Stanley Institutional Fund, Inc. Portfolios

Class R6 and Class IR shares minimum: \$5,000,000 for each Portfolio Class I shares minimum: \$1,000,000 for each Portfolio Class A shares minimum: \$1,000 for each Portfolio

Class C shares minimum: \$1,000 for each Portfolio

International Resilience Portfolio		U.S. Core Portfolio		
CLASS R6 SHARES (8656)	\$	CLASS R6 SHARES (8562)	\$	
CLASS I SHARES (8655)	\$	CLASS I SHARES (8561)	\$	
CLASS A SHARES (8653)	\$	CLASS A SHARES (8559)	\$	
CLASS C SHARES (8654)	\$	□ CLASS C SHARES (8560)	\$	
Multi-Asset Real Return Portfolio		U.S. Focus Real Estate Portfolio		
CLASS R6 SHARES (8247)	\$	CLASS R6 SHARES (8644)	\$	
CLASS I SHARES (8244)	\$	CLASS I SHARES (8643)	\$	
CLASS A SHARES (8245)	\$	CLASS A SHARES (8641)	\$	
CLASS C SHARES (8246)	\$	□ CLASS C SHARES (8642)	\$	
Next Gen Emerging Markets Portfolio		U.S. Real Estate Portfolio		
CLASS R6 SHARES (8231)	\$	CLASS IR SHARES (8714)	\$	
CLASS I SHARES (8419)	\$	CLASS R6 SHARES (8214)	\$	
CLASS A SHARES (8421)	\$	CLASS I SHARES (8085)	\$	
CLASS C SHARES (8508)	\$	CLASS A SHARES (8089)	\$	
Passport Overseas Equity Portfolio*		CLASS C SHARES (8523)	\$	
CLASS IR SHARES (8268)	\$	Vitality Portfolio		
CLASS R6 SHARES (8267)	\$	□ CLASS R6 SHARES (8648)	\$	
CLASS I SHARES (8056)	\$	CLASS I SHARES (8647)	\$	
CLASS A SHARES (8034)	\$	CLASS A SHARES (8645)	\$	
CLASS C SHARES (8503)	\$	□ CLASS C SHARES (8646)	\$	
Permanence Portfolio				
CLASS R6 SHARES (8621)	\$			

* Effective May 31st 2023.

7

□ CLASS I SHARES (8620)

□ CLASS A SHARES (8618)

□ CLASS C SHARES (8619)

Please indicate Portfolio, class, and amount for purchase of the following Portfolio(s):

Morgan Stanley Retail Funds

Class R6 and Class IR shares minimum: \$5,000,000 for each Portfolio Class I shares minimum: \$1,000,000 for each Portfolio Class A shares minimum: \$1,000 for each Portfolio

Εı

Class C shares minimum: \$1,000 for each Portfolio

European Opportunity Fund		Long Duration Government Opport	Long Duration Government Opportunities Fund		
CLASS I SHARES (7399)	\$	CLASS I SHARES (7369)	\$		
CLASS A SHARES (4397)	\$	CLASS A SHARES (4367)	\$		
CLASS C SHARES (7601)	\$	CLASS C SHARES (7605)	\$		
Global Fixed Income Opportunities		Mortgage Securities Trust			
CLASS IR SHARES (7752)	\$	CLASS R6 SHARES (7611)	\$		
CLASS R6 SHARES (7352)	\$	CLASS I SHARES (7381)	\$		
🗆 CLASS I SHARES (7347)	\$	CLASS A SHARES (4379)	\$		
CLASS A SHARES (4345)	\$	CLASS C SHARES (7604)	\$		
CLASS C SHARES (7603)	\$				
Insight Portfolio					
CLASS IR SHARES (7762)	\$				
CLASS R6 SHARES (7476)	\$				
CLASS I SHARES (7471)	\$				
CLASS A SHARES (4469)	\$				
□ CLASS C SHARES (7602)	\$				
	L				

Please indicate Portfolio, class, and amount for purchase of the following Portfolio(s):

Morgan Stanley Retail Money Market Portfolios

US Government Money Market

🗆 CLASS R 3230**

\$	5
----	---

* \$5,000	Minimum
-----------	---------

** \$1,000 Minimum

Cost Basis Selection

IRS regulations require reporting on the cost basis of mutual fund purchases made on or after January 1, 2012. Complete this section to elect your cost basis method. If you do not make an election, Morgan Stanley Funds will apply a default method of Average Cost to all of your funds and accounts.

Revocation: if you elect Average Cost or the default to Average Cost was applied, you have the option to revoke this election in writing, prior to the first redemption, transfer, or exchange of any covered shares from the fund in your account. If a change request is received after the first redemption, transfer, or exchange, those shares purchased under the Average Cost method must retain the basis of Average Cost. IRS regulations do not allow the change of a cost basis election after a sale of shares has been executed.

Please note:

- Cost basis does not apply to money market accounts.
- The election you make on this form will apply to all future transactions unless you change your election. If you do not elect a cost basis depletion method, you account(s) will default to the Average cost method.
- There are 6 choices for cost basis depletion. The tax implications may be different for each. Please consult with your Tax Advisor and/or Financial Professional before making important tax elections for your account(s).

□ AVERAGE COST □ SPECIFIC LOT DEPLETION □ FIRST IN, FIRST OUT □ LAST IN, FIRST OUT □ HIGHEST COST IN, FIRST OUT □ LOW/GAIN UTILIZATION

Secondary reporting method required if primary selection is Specific Lot Depletion

Secondary method

Sales Charge Reduction

Letter of Intent

Establishing a Letter of Intent may qualify you for reduced front-end sales charges. To qualify, you must invest a predetermined amount over a 13-month period based on the total amount of intended purchases plus the current offering price of all eligible shares previously purchased and still owned in accordance with the Purchase of Shares section of the prospectus.

This option is available for Class A shares of Morgan Stanley Multi-Class Funds and/or shares of Morgan Stanley Funds sold with a front-end sales charge.*

□\$1,000,000

Planned investmen	t amount during the	next 13 months	
□\$50,000	□\$100,000	□\$250,000	□\$500,000

Provide fund and account number for an existing account to be applied toward your Letter of Intent:

Fund name Account number

Rights of Accumulation/Cumulative Purchase Discount

To qualify for sales discounts on Class A shares, you may combine the value of those shares with the value of shares owned by you, and other individuals and certain other circumstances as described in the prospectus.

Please indicate below the fund name and account number.

Fund name	Account number
	·

Financial Advisor Information

A financial advisor can help evaluate your financial planning and help set your investment objectives. Please work with your financial advisor to open your account and provide their information under the Dealer Information section of this form. Morgan Stanley Distribution, Inc. is a limited-purpose broker-dealer and does not provide brokerage services or any financial advice. Canadian residents are only permitted to purchase shares pursuant to this application through Morgan Stanley Distribution, Inc. and not through a financial advisor or other intermediary.

Name of advisor ▶ exactly as it appears on firm's registration	Advisor ID number
Advisor's branch address	Phone
City	State/Province
Zip/Postal code	Branch number
Name of broker-dealer firm ▶ as it appears on Selling Group Agreement	

* May not apply to all funds, refer to the fund prospectus

Operational Information

Distribution option

Income dividends and capital gains distributions (if any) will be reinvested in additional shares if no box is checked below. The instructions provided below may only be changed by written notification:

INCOME DIVIDENDS AND CAPITAL GAINS DISTRIBUTIONS TO BE REINVESTED IN ADDITIONAL SHARES.

INCOME DIVIDENDS AND CAPITAL GAINS DISTRIBUTIONS TO BE PAID IN CASH.

□ INCOME DIVIDENDS / LONG TERM CAPITAL GAINS IN CASH AND SHORT TERM CAPITAL GAINS DISTRIBUTIONS IN ADDITIONAL SHARES. □ SHORT TERM CAPITAL GAINS IN CASH AND INCOME DIVIDENDS ALONG WITH LONG TERM CAPITAL GAIN DISTRIBUTIONS IN ADDITIONAL SHARES.

If cash option is chosen, please indicate instructions below:

□ MAIL DISTRIBUTION CHECK TO THE NAME AND ADDRESS IN WHICH ACCOUNT IS REGISTERED. □ ACH (ELECTRONIC TRANSFER) DISTRIBUTION TO THE SAME COMMERCIAL BANK INDICATED UNDER THE SECTION "BANKING INSTRUCTIONS". □ WIRE DISTRIBUTION TO THE COMMERCIAL BANK INDICATED UNDER THE SECTION "BANK INSTRUCTIONS".

Telephone transactions*

Your account automatically includes the privilege to request exchanges or redemptions by speaking with a telephone representative during regular market hours. You can choose to have your redemption sent to your bank account indicated below via wire, ACH (requires two day processing) or a check mailed to the address listed on your account. A signature guarantee is required if bank account is not registered identically to your Fund account. If you do NOT want these privileges, check the box below.

□ I/WE DECLINE TELEPHONE TRANSACTION PRIVILEGES.

The Fund and the Fund's Transfer Agent will employ reasonable procedures to confirm that instructions communicated by telephone are genuine. These procedures may include requiring the investor to provide certain personal identification information at the time an account is opened and prior to effecting each transaction requested by telephone. In addition, all telephone transaction requests will be recorded and investors may be required to provide additional telecopied written instructions of transaction requests. Neither the Fund nor the Fund's Transfer Agent will be responsible for any loss, liability, cost or expense for following instructions received by telephone that it reasonably believes to be genuine.

Banking instructions

The instructions provided below may only be changed by written notification. Please check appropriate box(es).

You can choose to have your redemption sent to your bank account via wire (requires one day processing) or ACH (requires two day processing). Some banks may charge an incoming fee for wires, please check with your bank prior to requesting a redemption.

□ ACH* □ WIRE*

Name of commercial bank \triangleright not savings bank	Bank account number
Name of commercial bank > not savings bank	Dank account number
Routing/ABA number	Name(s) in which your bank account is established
Bank's street address	City
State/Province	Zip/Postal code
State/Province	Zip/Postat code

□ CHECKING (DEFAULT IF NONE SELECTED) □ SAVINGS

For purchasing shares by wire, please send a Fedwire payment to:

State Street Corporation	ABA #011000028
State Street Financial Center	DDA #00575373 (for Morgan Stanley Institutional Funds Inc. and Trust)
One Lincoln Street	or
Boston, Massachusetts 02111-2101	DDA #99060238 (for Morgan Stanley Retail Funds)
	Attn: Morgan Stanley Fund
	Ref: (Portfolio name, account name and number)

* Please include a voided check or deposit for retail clients

Automatic Investment Plan (Optional)

Check the appropriate box to indicate which day(s) of the month are most convenient for you to have your checking, savings or Money Market Fund debited (You must complete Banking Instructions section and attach a blank voided check or savings deposit slip if selecting this option). The initial investment minimum stated in the fund's prospectus must be met prior to initiating automatic investment plan.

□ MONTHLY	QUARTERLY	□ SEMIANNUALLY	ANNUALLY	
Date (Month/Year) ▶ you wish to start debits. If date is not selected, debit will be made on or about the 18th of the month				
Fund			Amount	
Fund			Amount	

Payment of any redemption proceeds of shares purchased via automatic investment plan or by check may be delayed for the minimum time needed to verify that the monies used for investment have been honored (not more than 15 calendar days from the time of receipt of funds by SS&C Global Investor and Distribution Solutions, Inc. ("SS&C GIDS"). However, your money will be invested during this period.

Marijuana Related Business (MRB) Policy

Marijuana-Related Business Question:

Is the Client a Marijuana-Related Business, involved with a Marijuana-Related Business, or derives revenue from or substantially invests in a Marijuana-Related Business?

□ YES □ NO

Definition:

A Marijuana-Related Business includes: 1) an individual or entity directly involved in the manufacturing, production, sale or distribution of marijuana, whether for medicinal, recreational, or any other use; 2) an individual or entity that derives a substantial source of wealth, compensation, revenue or income from marijuana-related activity (e.g., service providers that cater largely to Marijuana-Related Businesses, commercial lessors that lease property to Marijuana-Related Businesses, etc.); or 3) an individual or entity that is directly and predominantly involved in supplying products, equipment or material intended or designed for use in furtherance of the manufacturing, production, sale, use or distribution of marijuana (e.g., marijuana LED grow-lights, marijuana grow tents, hydroponics, etc.).

Virtual Currency Related Business

Virtual Currency Administrator or Exchanger

Is the Client a Virtual Currency Administrator or Exchanger or otherwise involved in accepting and transmitting virtual currencies?

□ YES □ NO

Definition:

Virtual Currency Administrator is an individual or entity engaged in issuing (putting into circulation) a virtual currency, and who has the authority to redeem (to withdraw from circulation) such virtual currency. A Virtual Currency Exchanger is an individual or entity engaged in the exchange of virtual currency for real currency, funds, or other virtual currency.

Extractive Industries

Extractive Industries Question

Is the Client in the Extractive Industries? (Such as mining or drilling)

□ YES □ NO

Signature

I acknowledge:

- I (we) acknowledge that purchasing shares of the Fund may subject the purchaser to U.S. taxation (the amount of any tax liability will depend on a number of factors) and the purchaser should obtain its own advice as to whether it will be liable for any U.S. tax as a result of each purchase).
- The undersigned certify that I (we) have full authority and legal capacity to purchase and redeem shares of the Fund and affirm that I (we) have received a current Prospectus of Morgan Stanley Institutional Fund, Inc. and/or Morgan Stanley Institutional Fund Trust, and/or Morgan Stanley Retail Funds and agree to be bound by its terms.*
- My purchase order will not be processed unless this account application and purchase payment are received in good order; the Fund(s) service agent, SS&C Global Investor and Distribution Solutions, Inc. ("SS&C GIDS"), will attempt to collect the missing information required by either contacting me or my financial advisor.
- If SS&C GIDS is not able to obtain the information in a reasonable time frame, I understand that the application will be rejected.
- If SS&C GIDS obtains the required information, I understand that my investment will be accepted and will receive the price as of the next calculated net asset value after all the information is received.
- I (we) acknowledge that neither I (we) nor any other person who has an ownership interest in or authority over this Account knowingly owns, operates or is associated with a business that uses, at least in part, the Internet to receive or send information that could be used in placing, receiving or otherwise knowingly transmitting a bet or wager. (This applies to non-individual entities, such as Trusts, Corporations, Partnerships, Limited Liability Companies, Nonprofit Organizations or Other Incorporated or Non-Incorporated entities).
- I acknowledge that SS&C GIDS will attempt to verify my identity within a reasonable time frame after this application is received. If SS&C GIDS is unable to verify my identity, I understand that SS&C GIDS reserves the right to restrict additional transactions and/or liquidate my account at the next calculated net asset value after the account is closed (minus any applicable sales charges and/or tax penalties) via check and/or take any other action required by law. I am aware that the redemption proceeds may be higher or lower than my initial investment, that I may lose money based on market conditions at the time of redemption, and that this transaction may create a taxable event.

I (we) agree to indemnify and hold harmless Morgan Stanley, SS&C GIDS, and their subsidiaries, including collectively "Morgan Stanley" and any Morgan Stanley Fund that may be involved in transactions authorized by telephone against any claims, loss, expense or damage, including reasonable fees of investigation and counsel, in connection with any telephone transaction effected on my (our) account. Morgan Stanley employs procedures it considers to be reasonable to confirm that instructions communicated by telephone are genuine. Such procedures include requiring certain personal identification information prior to acting upon telephone instructions.

This authorization shall be effective upon its receipt by SS&C GIDS. If any provision of this authorization is declared by any court to be illegal or invalid, the validity of the remaining parts shall not be affected thereby, and the illegal or invalid portion shall be deemed stricken from this authorization.

• I (we) acknowledge that I (we) may not purchase shares of a Fund if, immediately after such purchase, I (we) would own in the aggregate more than 3% of the total voting stock of the Fund (only applicable if you are an investment company).

By signing, I (we) certify and represent:

- I am duly authorized by appropriate corporate resolutions to act on behalf of and to bind the business, trust or other corporate entity on whose behalf I sign.
- I am duly authorized to act as custodian for the named entity.
- Under penalties of perjury that all information provided herein and attached hereto is true and correct.
- For corporations, trusts or partnerships: We hereby certify that each of the persons listed herein has been duly elected, is now legally holding the office set forth opposite his/her name, and has the authority to make this authorization.
- I (we) have such knowledge and experience in financial, tax and business matters to enable me (us) to evaluate the merits and risk of an investment in the Fund and to make an informed investment decision with respect thereto.
 - In connection with an investment in the Fund, the undersigned, on behalf of the Entity, acknowledges and represents, that it
 - » qualifies as an Institutional Account, as defined in FINRA Rule 4512(c);
 - » is capable of evaluating investment risks independently, both in general and with regard to all transactions and investment strategies involving a security or securities and (ii) will exercise independent judgment in evaluating an investment in the Fund, unless it has otherwise notified SS&C GIDS in writing;
 - » will notify SS&C GIDS immediately if anything in this Application ceases to be true

I understand if I elect to declare a beneficiary for a Transfer of Death account, the account will be governed under the Delaware Uniform TOD Security Registration Act outlined on the Transfer on Death Form.

I understand that any account options and/or transaction privileges that have been selected are subject to the terms and conditions of the current prospectus(es) of the fund(s).

• Unless you instruct otherwise, the Fund will use average cost as its default lot depletion method, and will deplete lots purchased prior to January 1, 2012 first. If average cost is used for the first sale of Fund shares, the shareholder may only use an alternative depletion method for shares purchased prospectively. Fund shareholders should consult with their tax advisors to determine the best depletion method for their tax situation.

Taxpayer Identification Number certification (Substitute Form W-9)

Citizenship of beneficial owner:

U.S. CITIZEN (INCLUDING U.S. RESIDENT ALIEN)	INONRESIDENT ALIEN* (CANADIAN RESIDENTS ONLY)
□ TRUST/ESTATE	EXEMPT PAYEE
LIMITED LIABILITY COMPANY: ENTER TAX CLASSIFICATION (C=C CORPORATION, S=S CORPO	DRATION, P=PARTNERSHIP):
C CORPORATION	□ S CORPORATION
□ OTHER	
Country of permanent residence > <i>citizenship</i>	

By signing this application, I certify, under penalties of perjury, that (1) my Social Security or employer identification number provided in this application is correct (or I am waiting for a number to be issued to me) and (2) I am not subject to backup withholding because (a) I am exempt from backup withholding or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends or (c) the IRS has notified me that I am no longer subject to backup withholding and (3) I am a U.S. person (including a U.S. resident alien). (Please cross out item (2) or (3) above if it does not apply to you.)

The Internal Revenue Service does not require your consent to any provision of this document other than the certifications required to avoid backup withholding.

BY SIGNING THIS APPLICATION, YOU CONSENT TO DELIVERY OF ONLY ONE PROSPECTUS AND ONE SHAREHOLDER REPORT TO YOUR ADDRESS, EVEN IF MORE THAN ONE PERSON AT YOUR ADDRESS IS A SHAREHOLDER IN A FUND. BY "HOUSEHOLDING"—OR SENDING ONLY ONE PROSPECTUS AND ONE SHAREHOLDER REPORT TO YOUR ADDRESS—WE CAN REDUCE THE VOLUME OF MAIL DELIVERED TO YOUR ADDRESS. **PLEASE CHECK THIS BOX IF YOU DO NOT CONSENT TO SUCH HOUSEHOLDING AND WOULD LIKE TO RECEIVE YOUR OWN PROSPECTUSES AND SHAREHOLDER REPORTS.**

Print shareholder, trustee or custodian name		
Signature of shareholder, trustee or custodian > exactly as indicated in Section 1 Date		
X		
Print co-shareholder name		
Signature of co-shareholder	Date	
Χ		

Mail completed application to: Morgan Stanley Funds P.O. Box 219804 Kansas City, MO 64121-9804 Overnight Delivery: Morgan Stanley Funds 430 West 7th Street Kansas City, MO 64105

* In order to certify your status as a nonresident alien or foreign entity, you must complete and return the appropriate IRS Form W-8 along with this application. If you have not obtained a U.S. taxpayer identification number you must provide and attach one of the following: 1) passport number and country of issuance; 2) alien identification card number; or 3) number and country of issuance of any other government-issued document evidencing nationality or residence and bearing a photograph. If you are a foreign business or enterprise you must attach unexpired government-issued document-issued documentation certifying the existence of the business or enterprise.

Authorized Traders and Signatory Lists

Account N	Jame(s):	
□ Trader □ Signer	Print Name	Signature
	Date	X
□ Trader □ Signer	Print Name	Signature
	Date	X
□ Trader □ Signer	Print Name	Signature
	Date	X
□ Trader □ Signer	Print Name	Signature
	Date	X
□ Trader □ Signer	Print Name	Signature
	Date	X
□ Trader □ Signer	Print Name	Signature
	Date	X
□ Trader □ Signer	Print Name	Signature
	Date	X
□ Trader □ Signer	Print Name	Signature
	Date	X
□ Trader □ Signer	Print Name	Signature
	Date	X
□ Trader □ Signer	Print Name	Signature
	Date	X
□ Trader □ Signer	Print Name	Signature
	Date	X
□ Trader □ Signer	Print Name	Signature
	Date	Χ
□ Trader □ Signer	Print Name	Signature
	Date	X
□ Trader □ Signer	Print Name	Signature
	Date	X

Required Documents for Verification of Non-Individual Entity Attach Required Identification Documents to Account Application

NON-INDIVIDUAL	FORMATION /	DOCUMENT IDENTIFYING PERSONS WITH	SUPPLEMENTAL
ENTITY	ORGANIZATION DOCUMENTS	AUTHORITY OVER THE ACCOUNT	INFORMATION (GLOBAL)
Trust	An acceptable method for verification purposes includes but is not limited to: • First and last page of Trust Agreement (noting the name of the Trust, Trustee(s) name(s), and signature page(s)).	 Trustee that is an individual: 1. Full Legal Name 2. Date of Birth/Age 3. Citizenship/Nationality; and 4. Country of Domicile 5. Gov. issued ID Number (e.g. SSN number for US persons) Trustee that is a legal entity: 1. Full Legal Name 2. Country of Formation; and 3. Principal Business Address 4. Formation Document (e.g. Certificate of Formation, Certificate of Incorporation) Acceptable methods for gathering this information include, but are not limited to: 1. Excerpt from Trust Agreement identifying the trustee; or 2. Court order identifying the trustee; or 3. A letter or email from a settlor/grantor/ donor confirming the trustee. The Protector also needs to provide the same KYC requirements as a Trustee 	 The following information needs to be identified for any ultimate individual grantor/settlor/donor: 1. Full Legal Name; 2. Country of Domicile; and 3. Date of Birth/Age (if obtainable). 4. Gov. issued ID number (e.g. SSN number for US persons) 5. Address 6. Source of Wealth Acceptable methods for gathering this information include, but are not limited to: 1. A letter or e-mail from the trustee identifying the trust's grantor/settlor/donor; or 2. Excerpt of Trust Agreement identifying the trust's grantor/settlor/donor The following information needs to be identified for any named/active beneficiaries: 1. Full Legal Name; 2. Date of Birth/Age; 3. Citizenship/Nationality; and 4. Country of Domicile 5. Address 6. Proof of Identity (e.g. passport, national ID) Acceptable methods for gathering required identification information include, but are not limited to: 1. A letter or e-mail from the trustee identifying the trust's named/active beneficiary (ies); or 2. Excerpt of Trust Agreement indentifying the trust's named/active beneficiary(ies); or 3. Standard Certification Form (where appropriate).

NON-INDIVIDUAL ENTITY	FORMATION / ORGANIZATION DOCUMENTS	DOCUMENT IDENTIFYING PERSONS WITH AUTHORITY OVER THE ACCOUNT	SUPPLEMENTAL INFORMATION (GLOBAL)
S-Corporation OR C-Corporation	 Proof of Identity must include: 1. Full Legal Name; 2. Country of Formation; 3. Principal Business Address; and 4. Government-Issued Identification Number (including country/state of issuance). 5. Date of incorporation Acceptable methods for verification purposes include: 1. Extract from a Government company registrar/ public database; 2. Articles of Incorporation; 3. Government-Issued Certificate of Formation; 4. Government-Issued Certificate of Incorporation; 5. State-Issued Business License (U.S.); or 6. LLC Articles of Organization (if applicable). If applicable, identify listed status on a Recognized Exchange (i.e., name of the public stock exchange where majority of common share equities are listed must be a Recognized Exchange). Proof is required by a ticker symbol or quote from official 	 The following information needs to be identified and verified for one Key Controller: 1. Full Legal Name; 2. Title of the Key Controller; 3. Address; 4. Date of Birth; 5. Gov. issued ID number (e.g. SSN Number for US persons); 6. Proof of identity. Key Controllers are defined as the natural persons with significant responsibility to control, manage, or direct a legal entity customer, including: An executive officer or senior manager (e.g., Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, Managing Member, General Partner, President, Vice President, Treasurer, Director, or natural person Trustee); or Any other individual who regularly performs similar functions. Acceptable methods for gathering required identification information include the collection of the Beneficial Ownership and Key Controller Certification form. 	Ultimate Beneficial Owners of 25% or more need to be identified. The following data points need to be identified for each Ultimate Beneficial Owner: 1. Full Legal Name; 2. Date of Birth/Age; 3. Citizenship/Nationality; and 4. Country of Domicile. 5. Address; 6. Proof of identity (e.g. passport, national ID) Acceptable methods for gathering required identification information include the collection of the Beneficial Ownership and Key Controller Certification form.
Partnership	 Recognized Exchange site. Proof of Identity must include: Full Legal Name; Country of Formation; Principal Business Address; and Government-Issued Identification Number (including country/state of issuance). Date of incorporation Acceptable methods for verification purposes include: Partnership Agreement (i.e., the pages showing the partnership title and the signatures of the partners); or Government-Issued Certificate of Formation. 	 The following information needs to be identified and verified for one Key Controller: 1. Full Legal Name; 2. Title of the Key Controller; 3. Address; 4. Date of Birth; 5. Gov. issued ID number (e.g. SSN Number for US persons); 6. Proof of identity. Key Controllers are defined as the natural persons with significant responsibility to control, manage, or direct a legal entity customer, including: An executive officer or senior manager (e.g., Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, Managing Member, General Partner, President, Vice President, Treasurer, Director, or natural person Trustee); or Any other individual who regularly performs similar functions. Acceptable methods for gathering required identification information include the collection of the Beneficial Ownership and Key Controller 	Ultimate Beneficial Owners of 25% or more need to be identified. The following data points need to be identified for each Beneficial Owner: 1. Full Legal Name; 2. Date of Birth/Age; 3. Citizenship/Nationality; and 4. Country of Domicile. 5. Address; 6. Proof of identity (e.g. passport, national ID). Acceptable methods for gathering required identification information include the collection of the Beneficial Ownership and Key Controller Certification form.

NON-INDIVIDUAL ENTITY	FORMATION / ORGANIZATION DOCUMENTS	DOCUMENT IDENTIFYING PERSONS WITH AUTHORITY OVER THE ACCOUNT	SUPPLEMENTAL INFORMATION (GLOBAL)
Limited Liability Company (LLC)	 Proof of Identity must include: 1. Full Legal Name; 2. Country of Formation; 3. Principal Business Address; and 4. Government-Issued Identification Number (including country/state of issuance). 5. Date of incorporation Acceptable methods for verification purposes include but are not limited to: 1. Extract from a Government company registrar/ public database; 2. Articles of Incorporation; 3. Memorandum and Articles of Association; 4. Government-Issued Certificate of Formation; 5. Government-Issued Certificate of Incorporation; 6. State-Issued Business License (U.S.); or 7. LLC Articles of Organization (if applicable). 	 The following information needs to be identified and verified for one Key Controller: I. Full Legal Name; Title of the Key Controller; Address; Date of Birth; Gov. issued ID number (e.g. SSN Number for US persons); Proof of identity. Key Controllers are defined as the natural persons with significant responsibility to control, manage, or direct a legal entity customer, including: An executive officer or senior manager (e.g., Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, Managing Member, General Partner, President, Vice President, Treasurer, Director, or natural person Trustee); or Any other individual who regularly performs similar functions. Acceptable methods for gathering required identification information include the collection of the Beneficial Ownership and Key Controller Certification form. 	Identify all layers of the organizational structure through to Ultimate Beneficial Owner(s) with a holding of 25% or more. Verify all layers of the organizational structure through to the Ultimate Beneficial Owner(s) with a holding of 25% or more. Acceptable documents may include (provide at least one of the following or an equivalent document): • Share registry; or • Ownership structure chart. Ultimate Beneficial Owners of 25% or more need to be identified. The following data points need to be identified for each Ultimate Beneficial Owner: 1 . Full Legal Name; 2 . Date of Birth/Age; 3 . Citizenship/Nationality; and 4 . Country of Domicile. 5 . Address; 6 . Proof of identity (e.g. passport, national ID Acceptable methods for gathering required identification information include the collection of the Beneficial Ownership and Key Controller
Nonprofit Organization or other incorporated or non-incorporated entity (e.g., charitable, religious, educational, medical organization, association)	 Proof of Identity must include: 1. Full Legal Name; 2. Country of Formation; 3. Principal Business Address; and 4. Government-Issued Identification Number (including country/state of issuance). 5. Date of incorporation Acceptable methods for verification purposes include: 1. Articles of Incorporation; 2. Charitable Constitution and Organization's By-Laws; 3. Government-Issued Certificate of Incorporation; or 4. Organization's Charter. 	 The following information needs to be identified and verified for one Key Controller: 1. Full Legal Name; 2. Title of the Key Controller; 3. Address; 4. Date of Birth; 5. Gov. issued ID number (e.g. SSN Number for US persons); 6. Proof of identity. Key Controllers are defined as the natural persons with significant responsibility to control, manage, or direct a legal entity customer, including: An executive officer or senior manager (e.g., Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, Managing Member, General Partner, President, Vice President, Treasurer, Director, or natural person Trustee); or Any other individual who regularly performs similar functions. Acceptable methods for gathering required identification information include the collection of the Beneficial Ownership and Key Controller 	 Certification form. Also provide and maintain evidence of the following, when applicable: 1. Listing in a central register of charities; or 2. General register office certificate or other documentation from the headquarters or regional organization of a denomination/religion. Major donors (those that give 10% or more of annual operating costs) need to be identified with the following data points for each: 1. Full Legal Name; 2. Date of Birth/Age; 3. Citizenship/Nationality; and 4. Country of Domicile. 5. Gov. issued ID number (e.g. SSN number for US persons) 6. Source of Wealth 7. Proof of identity For legal entity Major Donors, the following information needs to be identified: 1. Full legal name 2. Country of incorporation 3. Gov. issued ID number (e.g. tax ID) 4. Address 5. Source of Wealth

NON-INDIVIDUAL	FORMATION /	DOCUMENT IDENTIFYING PERSONS
ENTITY	ORGANIZATION DOCUMENTS	WITH AUTHORITY OVER THE ACCOUNT
	4. Government-Issued	 Any publicly available official information (often on the internet) would constitute acceptable evidence if it provides information as to the constitution, purpose and/ or structure of the entity, authority or department/ministry concerned. For example, acceptable methods may include: Certificate from the State; or Government Agency's License; or Government Charter (i.e., extracts of the legal statute creating the Bank).

U.S. Customer Privacy Notice

FACTS	WHAT DOES MSIM DO WITH YOUR PERSONAL INFORMATION?			
WHY?	Financial companies choose how they share your personal information. Federal law gives consumers the right to limit some but not all sharing. Federal law also requires us to tell you how we collect, share, and protect your personal information. Please read this notice carefully to understand what we do.			
WHAT?	The types of personal information we collect and share depend on the product or service you have with us. This information can include:			
	Social Security number and income			
	investment experience and risk tolerance			
	checking account number and wire transfer instructions			
HOW?	All financial companies need to share customers' personal information to run their everyday business. In the section below, we list the reasons financial companies can share their customers' personal information; the reasons MSIM chooses to share; and whether you can limit this sharing.			

REASONS WE CAN SHARE YOUR PERSONAL INFORMATION	DOES MSIM SHARE?	CAN YOU LIMIT THIS SHARING?
For our everyday business purposes—such as to process your transactions, maintain your account(s), respond to court orders and legal investigations, or report to credit bureaus	Yes	No
For our marketing purposes—to offer our products and services to you	Yes	No
For joint marketing with other financial companies	No	We don't share
For our investment management affiliates' everyday business purposes—information about your transactions, experiences, and creditworthiness	Yes	Yes
For our affiliates' everyday business purposes—information about your transactions and experiences	Yes	No
For our affiliates' everyday business purposes—information about your creditworthiness	No	We don't share
For our investment management affiliates to market to you	Yes	Yes
For our affiliates to market to you	No	We don't share
For nonaffiliates to market to you	No	We don't share

	Call toll-free (844) 312-6327 or email: imprivacyinquiries@morganstanley.com
	Please note:
	If you are a new customer, we can begin sharing your information 30 days from the date we sent this notice. When you are no longer our customer, we continue to share your information as described in this notice. However, you can contact us at any time to limit our sharing.
5	

QUESTIONS? Call toll-free (844) 312-6327 or email: imprivacyinquiries@morganstanley.com

WHO WE ARE	
Who is providing this notice?	Morgan Stanley Investment Management Inc. and its investment management affiliates ("MSIM") (see Investment Management Affiliates definition below)

WHAT WE DO	
How does MSIM protect my personal information?	To protect your personal information from unauthorized access and use, we use security measures that comply with federal law. These measures include computer safeguards and secured files and buildings. We have policies governing the proper handling of customer information by personnel and requiring third parties that provide support to adhere to appropriate security standards with respect to such information.
How does MSIM collect my personal information?	 We collect your personal information, for example, when you open an account or make deposits or withdrawals from your account buy securities from us or make a wire transfer give us your contact information We also collect your personal information from others, such as credit bureaus, affiliates, or other companies.
Why can't I limit all sharing?	 Federal law gives you the right to limit only sharing for affiliates' everyday business purposes—information about your creditworthiness affiliates from using your information to market to you sharing for nonaffiliates to market to you State laws and individual companies may give you additional rights to limit sharing. See below for more on your rights under state law.

DEFINITIONS	
Investment Management Affiliates	MSIM Investment Management Affiliates include registered investment advisers, registered broker-dealers, and registered and unregistered funds in the Investment Management Division. Investment Management Affiliates does not include entities associated with Morgan Stanley Wealth Management, such as Morgan Stanley Smith Barney LLC and Morgan Stanley & Co.
Affiliates	Companies related by common ownership or control. They can be financial and nonfinancial companies.
	 Our affiliates include companies with a Morgan Stanley name and financial companies such as Morgan Stanley Smith Barney LLC and Morgan Stanley & Co.
Nonaffiliates	Companies not related by common ownership or control. They can be financial and nonfinancial companies.
	• MSIM does not share with nonaffiliates so they can market to you.
Joint marketing	A formal agreement between nonaffiliated financial companies that together market financial products or services to you.
	MSIM doesn't jointly market

OTHER IMPORTANT INFORMATION

Vermont: Except as permitted by law, we will not share personal information we collect about Vermont residents with Nonaffiliates unless you provide us with your written consent to share such information.

California: Except as permitted by law, we will not share personal information we collect about California residents with Nonaffiliates and we will limit sharing such personal information with our Affiliates to comply with California privacy laws that apply to us.

NOT FDIC INSURED | OFFER NO BANK GUARANTEE | MAY LOSE VALUE | NOT INSURED BY ANY FEDERAL GOVERNMENT AGENCY | NOT A BANK DEPOSIT

Morgan Stanley

Canadian Addendum to Morgan Stanley Investment Management Account Application

Please note, that pages 21-29 are only applicable to Canadian Residents.

By signing below, the investor acknowledges and agrees that this Canadian Addendum (the "Addendum") is incorporated into and forms part of the account application for shares of a Morgan Stanley Fund (the "Account Application"). Capitalized terms used and not defined in this document have the meanings given to them in the Account Application.

- The investor hereby represents, warrants, covenants and/or acknowledges to Morgan Stanley Investment Management Inc. (the "Adviser"), Morgan Stanley Distribution, Inc. (the "Distributor") and any other dealer appointed by the Distributor or the Fund to market and sell the shares (each, a "Placement Agent" and collectively, the "Fund Parties"), that:
 - (a) <u>Accredited Investor</u>. The investor is an "accredited investor" as that term is defined in Section 1.1 of National Instrument 45-106 Prospectus Exemptions or Section 73.3 of the *Securities Act* (Ontario), and the investor has identified the applicable category of accredited investor in the attached Accredited Investor Certificate.
 - (b) <u>Permitted Client.</u> The investor is a "permitted client" as that term is defined in Section 1.1 of National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations*, and the investor has identified the applicable category of permitted client in the attached **Permitted Client Certificate**.
 - (c) **Jurisdiction of Residence.** The investor is located and resident in, and was offered the shares in, the province listed in the address of the investor set out in the Account Application, and the investor is not subject to the requirements of the securities laws of any other province or territory of Canada, or any other jurisdiction in connection with its purchase of the shares.
 - (d) **Prospectus.** The investor is basing its investment decision solely on the prospectus which has been provided to the investor and not on any other information concerning the Fund or the offering.
 - (e) **<u>Purchasing as Principal.</u>** The investor is purchasing the shares as principal for its own account or is deemed to be purchasing the shares as principal for its own account in accordance with applicable securities laws.
 - (f) Private Placement; Restrictions on Transfer and Resale. The investor acknowledges that the shares have not been and will not be qualified for sale to the public by prospectus under applicable Canadian securities laws and, accordingly, any sale of the shares in Canada will only be made on a basis which is exempt from the prospectus requirements of Canadian securities laws. Even if the prospectus states that the shares may be transferred by the investor, any such transfer may only be effected pursuant to a prospectus exemption under Canadian securities laws, or in a transaction not subject to the prospectus requirements of Canadian securities laws. In addition, such transfer may only be effected by a person not required to register as a dealer under Canadian securities laws or through a dealer that is appropriately registered or exempt from registration in the jurisdiction of the transfer.
 - (g) Suppression of Terrorism and Canadian Sanctions. To the best of the investor's knowledge, the funds being used to purchase the shares: (i) were not obtained or derived, directly or indirectly, as a result of illegal activities; (ii) are not intended to be used, directly or indirectly, in order to carry out a criminal offence, a terrorist activity or for the benefit of a terrorist group, (iii) are not owned or controlled by a terrorist group; and (iv) are not being tendered on behalf of a person or entity who has not been identified to the investor. The investor is not a person or entity identified on a list established under section 83.05 of the Criminal Code (Canada) or in any Regulations made under the United Nations Act (Canada), the Freezing Assets of Corrupt Foreign Officials Act (Canada), the Justice for Victims of Corrupt Foreign Officials Act (Sergei Magnitsky Law) (Canada), the Justice for Victims of Corrupt Foreign Officials Act (Canadian statutes or regulations which take legislative measures against terrorist financial dealings with certain sanctioned individuals and entities (collectively, "STCS Legislation"). The investor, the Fund, the Adviser, the Distributor or any Placement Agent may in the future be required by law to disclose the investor's name and other information relating to the investor, on a confidential basis, pursuant to STCS Legislation and the investor is deemed to the foregoing.

- (h) <u>Updating Information.</u> If any of the foregoing representations, warranties or covenants changes in any material respect, the investor will notify each Fund Party promptly of such change and will provide updated information in connection with such change.
- (i) **Filing Fees.** If requested by a Fund Party, the investor will pay or reimburse the Fund Party for filing fees associated with the reporting of the investor's exempt trade to the applicable securities regulatory authority.
- 2. <u>Accredited Investor Certificate</u>: The investor certifies that, as of the date hereof, the investor is an "accredited investor" as defined in National Instrument 45-106 Prospectus Exemptions and Section 73.3 of the *Securities Act* (Ontario), by virtue of the fact that the investor is (please check one box):
 - \Box (a) Either:
 - (i) a Canadian financial institution, which means:
 - (A) an association governed by the *Cooperative Credit Associations Act* (Canada) or a central cooperative credit society for which an order has been made under section 473(1) of that Act; or
 - (B) a bank, loan corporation, trust company, trust corporation, insurance company, treasury branch, credit union, caisse populaire, financial services cooperative, or league that, in each case, is authorized by an enactment of Canada or a jurisdiction of Canada to carry on business in Canada or a jurisdiction in Canada;
 - (ii) (or a Schedule III bank, meaning an authorized foreign bank named in Schedule III of the *Bank Act* (Canada);
 - □ (b) the Business Development Bank of Canada incorporated under the *Business Development Bank of Canada* Act (Canada);
 - □ (c) a subsidiary of any person referred to in paragraphs (a) or (b), if the person owns all of the voting securities of the subsidiary, except the voting securities required by law to be owned by directors of that subsidiary;
 - □ (d) a person registered under the securities legislation of a jurisdiction of Canada as an adviser or dealer;
 - □ (e) an individual registered under the securities legislation of a jurisdiction of Canada as a representative of a person referred to in paragraph (d);
 - (e.1) an individual formerly registered under the securities legislation of a jurisdiction of Canada, other than an individual registered solely as a limited market dealer under one or both of the Securities Act (Ontario) or the Securities Act (Newfoundland and Labrador);
 - □ (f) the Government of Canada or a jurisdiction of Canada, or any crown corporation, agency or wholly owned entity of the Government of Canada or a jurisdiction of Canada;
 - □ (g) a municipality, public board or commission in Canada and a metropolitan community, school board, the Comité de gestion de la taxe scolaire de l'île de Montréal or an intermunicipal management board in Québec;
 - □ (h) any national, federal, state, provincial, territorial or municipal government of or in any foreign jurisdiction, or any agency of that government;
 - a pension fund that is regulated by the Office of the Superintendent of Financial Institutions (Canada), a pension commission or similar regulatory authority of a jurisdiction of Canada;
 - \Box (j) [Intentionally omitted];
 - □ (j.1) an individual who beneficially owns financial assets having an aggregate realizable value that before taxes but net of any related liabilities, exceeds Cdn. \$5,000,000;
 - \square (k) [Intentionally omitted];
 - \Box (1) [Intentionally omitted];
 - (m) a person, other than an individual or investment fund, that has net assets of at least Cdn. \$5,000,000 as shown on its most recently prepared financial statements, but not a person that is created or used solely to purchase or hold securities as an accredited investor;

- \Box (n) an investment fund that distributes or has distributed its securities only to
 - (i) a person that is or was an accredited investor at the time of the distribution;
 - (ii) a person that acquires or acquired securities in the circumstances referred to in sections 2.10 [Minimum amount investment] and 2.19 [Additional investment in investment funds] of National Instrument 45-106; or
 - (iii) a person described in paragraph (i) or (ii) that acquires or acquired securities under section 2.18 *[Investment fund reinvestment]* of National Instrument 45-106;
- □ (o) an investment fund that distributes or has distributed securities under a prospectus in a jurisdiction of Canada for which the regulator or, in Québec, the securities regulatory authority, has issued a receipt;
- (p) a trust company or trust corporation registered or authorized to carry on business under the *Trust and Loan Companies* Act (Canada) or under comparable legislation in a jurisdiction of Canada or a foreign jurisdiction, acting on behalf of a fully managed account managed by the trust company or trust corporation, as the case may be;
- (q) a person acting on behalf of a fully managed account managed by that person, if that person is registered or authorized to carry on business as an adviser or the equivalent under the securities legislation of a jurisdiction of Canada or a foreign jurisdiction;
- (r) a registered charity under the *Income Tax Act* (Canada) that, in regard to the trade, has obtained advice from an eligibility adviser or an adviser registered under the securities legislation of the jurisdiction of the registered charity to give advice on the securities being traded;
- □ (s) an entity organized in a foreign jurisdiction that is analogous to any of the entities referred to in paragraphs (a) to (d) or paragraph (i) in form and function;
- □ (t) a person in respect of which all of the owners of interests, direct, indirect or beneficial, except the voting securities required by law to be owned by directors, are persons that are accredited investors;
- □ (u) an investment fund that is advised by a person registered as an adviser or a person that is exempt from registration as an adviser;
- (v) a person that is recognized or designated by the securities regulatory authority or, except in Ontario and Québec, the regulator as an accredited investor; or
- (w) a trust established by an accredited investor for the benefit of the accredited investor's family members of which a majority of the trustees are accredited investors and all of the beneficiaries of the trust are the accredited investor's spouse, a former spouse of the accredited investor, or a parent, grandparent, brother, sister, child or grandchild of that accredited investor, of that accredited investor's spouse or of that accredited investor's former spouse.

As used in this Accredited Investor Certificate, the following terms have the following meanings:

"control person" has the same meaning as in securities legislation; in Ontario, "control person" means

- (a) a person or company who holds a sufficient number of the voting rights attached to all outstanding voting securities of an issuer to affect materially the control of the issuer, and, if a person or company holds more than 20 per cent of the voting rights attached to all outstanding voting securities of an issuer, the person or company is deemed, in the absence of evidence to the contrary, to hold a sufficient number of the voting rights to affect materially the control of the issuer, or
- (b) each person or company in a combination of persons or companies, acting in concert by virtue of an agreement, arrangement, commitment or understanding, which holds in total a sufficient number of the voting rights attached to all outstanding voting securities of an issuer to affect materially the control of the issuer, and, if a combination of persons or companies holds more than 20 per cent of the voting rights attached to all outstanding voting securities of an issuer, the combination of persons or companies is deemed, in the absence of evidence to the contrary, to hold a sufficient number of the voting rights to affect materially the control of the issuer;

"eligibility adviser" means

- (a) a person that is registered as an investment dealer and authorized to give advice with respect to the type of security being distributed, and
- (b) in Manitoba, also means a lawyer who is a practicing member in good standing with a law society of a jurisdiction of Canada or a public accountant who is a member in good standing of an institute or association of chartered accountants, certified general accountants or certified management accountants in a jurisdiction of Canada provided that the lawyer or public accountant must not
 - (i) have a professional, business or personal relationship with the issuer, or any of its directors, executive officers, founders, or control persons, and
 - (ii) have acted for or been retained personally or otherwise as an employee, executive officer, director, associate or partner
 of a person that has acted for or been retained by the issuer or any of its directors, executive officers, founders or control
 persons within the previous 12 months;

"financial assets" means

- (a) cash,
- (b) securities, or
- (c) a contract of insurance, a deposit or an evidence of a deposit that is not a security for the purposes of securities legislation;

"fully managed account" means an account of a client for which a person makes the investment decisions if that person has full discretion to trade in securities for the account without requiring the client's express consent to a transaction;

"related liabilities" means

- (a) liabilities incurred or assumed for the purpose of financing the acquisition or ownership of financial assets, or
- (b) liabilities that are secured by financial assets;

For the purpose hereof, an issuer is an affiliate of another issuer if

- (a) one of them is the subsidiary of the other, or
- (b) each of them is controlled by the same person.

For the purpose hereof, a person (first person) is considered to control another person (second person) if

- (a) the first person, directly or indirectly, beneficially owns or exercises control or direction over securities of the second person carrying votes which, if exercised, would entitle the first person to elect a majority of the directors of the second person, unless that first person holds the voting securities only to secure an obligation,
- (b) the second person is a partnership, other than a limited partnership, and the first person holds more than 50% of the interests of the partnership, or
- (c) the second person is a limited partnership and the general partner of the limited partnership is the first person.
- 3. <u>Permitted Client Certificate:</u> The investor certifies that, as of the date hereof, the investor is a "permitted client" as defined in National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations*, and if resident in Ontario, Québec or Newfoundland and Labrador, the investor is a "permitted client" as that term is defined in Multilateral Instrument 32-102 *Registration Exemptions for Non-Resident Investment Fund Managers*, by virtue of the fact that the investor is (please check one box):
 - □ (a) a Canadian financial institution, or a Schedule III bank;
 - (b) the Business Development Bank of Canada incorporated under the Business Development Bank of Canada Act (Canada);
 - □ (c) a subsidiary of any person referred to in paragraphs (a) or (b), if the person owns all of the voting securities of the subsidiary, except the voting securities required by law to be owned by directors of that subsidiary;
 - □ (d) a person or company registered under the securities legislation of a jurisdiction of Canada as an adviser, investment dealer, mutual fund dealer or exempt market dealer;
 - (e) a pension fund that is regulated by either the federal Office of the Superintendent of Financial Institutions or a
 pension commission or similar regulatory authority of a jurisdiction of Canada or a wholly-owned subsidiary of such a
 pension fund;

- □ (f) an entity organized in a foreign jurisdiction that is analogous to any of the entities referred to in paragraphs (a) to (e);
- □ (g) the Government of Canada or a jurisdiction of Canada, or any Crown corporation, agency or wholly-owned entity of the Government of Canada or a jurisdiction of Canada;
- □ (h) any national, federal, state, provincial, territorial or municipal government of or in any foreign jurisdiction, or any agency of that government;
- a municipality, public board or commission in Canada and a metropolitan community, school board, the Comité de gestion de la taxe scolaire de l'île de Montréal or an intermunicipal management board in Québec;
- □ (j) a trust company or trust corporation registered or authorized to carry on business under the *Trust and Loan Companies Act* (Canada) or under comparable legislation in a jurisdiction of Canada or a foreign jurisdiction, acting on behalf of a managed account managed by the trust company or trust corporation, as the case may be;
- (k) a person or company acting on behalf of a managed account managed by the person or company, if the person or company is registered or authorized to carry on business as an adviser or the equivalent under the securities legislation of a jurisdiction of Canada or a foreign jurisdiction;
- \Box (l) an investment fund if one or both of the following apply:
 - the fund is managed by a person or company registered as an investment fund manager under the securities legislation of a jurisdiction of Canada;
 - (ii) the fund is advised by a person or company authorized to act as an adviser under the securities legislation of a jurisdiction of Canada;
- (m) a registered charity under the *Income Tax Act* (Canada) that obtains advice on the securities to be traded from an eligibility adviser, as defined in section 1.1 of National Instrument 45-106 Prospectus Exemptions, or an adviser registered under the securities legislation of the jurisdiction of the registered charity;
- \Box (n) [Intentionally omitted];
- (o) an individual who beneficially owns financial assets, as defined in section 1.1 of National Instrument 45-106
 Prospectus Exemptions, having an aggregate realizable value that, before taxes but net of any related liabilities, exceeds
 Cdn. \$5 million;
- □ (p) a person or company that is entirely owned by an individual or individuals referred to in paragraph (o), who holds the beneficial ownership interest in the person or company directly or through a trust, the trustee of which is a trust company or trust corporation registered or authorized to carry on business under the *Trust and Loan Companies Act* (Canada) or under comparable legislation in a jurisdiction of Canada or a foreign jurisdiction;
- □ (q) a person or company, other than an individual or an investment fund, that has net assets of at least Cdn. \$25 million as shown on its most recently prepared financial statements; or
- □ (r) a person or company that distributes securities of its own issue in Canada only to persons or companies referred to in paragraphs (a) to (q).
- 4. Notices: The investor acknowledges receipt of the following notices:
 - (a) Enforcement of Legal Rights. The Fund Parties and their respective directors and officers, as well as any experts named in the prospectus, are or may be located outside of Canada and, as a result, it may not be possible for investors to effect service of process within Canada upon the Fund Parties or those persons. All or a substantial portion of the assets of the Fund Parties or those persons may be located outside of Canada and, as a result, it may not be possible to satisfy a judgment against the Fund Parties or those persons in Canada or to enforce a judgment obtained in Canadian courts against the Fund Parties or those persons outside of Canada.
 - (b) <u>Non-Resident Investment Fund Manager.</u> The Adviser is considered to be an investment fund manager for purposes of Canadian securities laws; however, the Adviser is not registered, and is relying on an exemption from registration, as an investment fund manager in Ontario, Québec and Newfoundland and Labrador. The head office of the Adviser is located in New York, New York, USA. The agent for service of process of the Adviser in Ontario is Osler, Hoskin & Harcourt LLP, 100 King Street West, 1 First Canadian Place, Suite 6200, Toronto, ON M5X 1B8, the agent for service of process of the Adviser in Québec is Osler, Hoskin & Harcourt LLP, 1000 De La Gauchetière Street West, Suite 2100, Montréal, QC H3B 4W5 and the agent for service of process of the Adviser in Newfoundland is Stewart McKelvey LLP, 1000 New Gower Street, Suite 1100, Cabot Place, P.O. Box 5038, St. John's, NL AlC 6K3.

(c) International Dealer. The Distributor is not registered as a securities dealer in any province or territory of Canada. The head office of the Distributor is located at 522 Fifth Avenue, New York, NY 10036 and all or substantially all of the assets of the Distributor are situated outside of Canada. There may be difficulty enforcing legal rights against the Distributor for these reasons. The Distributor hereby directs you to send completed copies of the Account Application and Addendum to Morgan Stanley Funds at the address of Morgan Stanley Funds set out in the Account Application, or to such other address directed by the Distributor or any Placement Agent. The agent for service of process of the Distributor in your jurisdiction of residence are set out below.

British Columbia

Borden Ladner Gervais LLP 1200 Waterfront Centre 200 Burrard Street Vancouver, BC V7X 1T2 Attn: Jason Brooks

Alberta

Osler, Hoskin & Harcourt LLP 450 - 1st St. S.W. TransCanada Tower Suite 2500 Calgary, AB T2P 5H1 Attn: Colin Feasby

Saskatchewan

MacPherson Leslie & Tyerman LLP 1500 Hill Centre I 1874 Scarth Street Regina, SK S4P 4E9 Attn: Aaron Runge

Ontario

Osler, Hoskin & Harcourt LLP 100 King St. West, Suite 6200 Toronto, ON MSX 1B8 Attn: Desmond Lee

Québec

I 000 De La Gauchetière Street W. Suite 2100 Montréal, PQ H3B 4W5 Attn: Robert Yalden

New Brunswick

Stewart McKelvey LLP Suite 1000, Brunswick House 44 Chipman Hill P.O. Box 7289, Postal Station A Saint John, NB, E2L 4S6 Attn: Paul Smith

Prince Edward Island

Stewart McKelvey LLP 65 Grafton Street P.O. Box 2140 Charlottetown, PE, C1A 8B9 Attn: Paul Kiley

Nova Scotia

Stewart McKelvey LLP Suite 900, Purdy's Wharf Tower One 1959 Upper Water Street P.O. Box 997 Halifax, NS, B3J 2X2 Attn: Gavin Stuttard

Newfoundland and Labrador

Stewart McKelvey LLP Suite 1100, Cabot Place 100 New Gower Street P.O. Box 5038 St. John's, NL, A1C 6K3 Attn: Neil Jacobs

Manitoba

Thompson Dorfman Sweatman LLP 201 Portage Avenue Suite 2200 Winnipeg, MB R3B 3L3 Attn: Barry MacTavish

- (d) Exemption under NI 33-105 Section 3A.3. The shares are "eligible foreign securities" for the purposes of National Instrument 33-105 Underwriting Conflicts ("NI 33-105") and are being distributed concurrently in the United States and the investor has received an offering document which contains the same disclosure as that provided to investors in the United States. The Fund and the Distributor are relying on an exemption in Section 3A.3 of NI 33-105 from the requirement set out in Section 2.1 of NI 33-105 to provide specific disclosure regarding related and connected issuers on the basis of the U.S. disclosure which has been provided to the investor.
- (e) **<u>Rights of Action</u>:** In connection with this distribution of shares which constitute "eligible foreign securities" as defined in Ontario Securities Commission Rule 45-501 *Ontario Prospectus and Registration Exemptions* and Multilateral Instrument 45-107 *Listing Representations and Statutory Rights of Action Disclosure Exemptions* or other applicable provisions, the Fund, the Adviser, the Distributor or any Placement Agent has delivered to you a prospectus which may constitute an offering memorandum under applicable securities laws in Canada. The investor may have, depending on the province or territory of Canada in which the trade was made to the investor, remedies for rescission or damages if the prospectus (including any amendment thereto) contains a misrepresentation, provided that the remedies for rescission or damages are exercised by the investor within the time limit prescribed by the securities legislation of the investor's province or territory. The investor should refer to any applicable provisions of the securities legislation of the investor's province or territory for particulars of these rights or consult with a legal advisor.
- (f) French Language Waiver. The parties to this Addendum confirm that it is their wish that this Addendum, as well as all documents relating to this Addendum, have been and shall be drawn up in the English language only. Les signatures conferment leur volonté que la présente convention, de mème que taus documents s 'y rattachant, y compris tout avis, ànnèxe et authorisation, soient rediges en englais seulement. If you are a resident of or subject to the laws of Quebec, the parties agree that this Addendum and any other agreement entered into in connection with the Account Application shall be effective only upon its execution or acceptance by the Fund, the Adviser, the Distributor and any Placement Agent outside of Quebec and that, accordingly, all such agreements shall be deemed to be entered into outside of Quebec.
- 5. <u>Acknowledgement Regarding Use of Personal Information</u>: The investor acknowledges that by completing the Account Application, including this Addendum, it may be providing to the Fund Parties and their delegates and agents personal information within the meaning of the *Personal Information Protection and Documents Act* (Canada), as amended ("**PIPEDA**"). The investor provides its consent to the Fund Parties and their delegates and agents, obtaining, holding, using, disclosing and processing the personal information as described in the Account Application.

To the extent that PIPEDA is applicable, the investor may have a right of access to its personal information kept by the Fund Parties relating to the investor's purchase and holding of the shares and the right to amend and rectify any inaccuracies in its personal information held by the Fund Parties relating to the investor's purchase and holding of the shares by making a request to such persons in writing.

By purchasing the shares, the investor acknowledges that information such as its name and other specified information, including specific purchase details, will be disclosed to Canadian securities regulatory authorities as part of a Report of Exempt Distribution on Form 45-106F1 (the "**Report**") and may become available to the public in accordance with the requirements of applicable laws. The investor consents to the disclosure of that information.

If the investor is an individual located or resident in Canada, the investor is hereby notified that the following personal information about the investor will be disclosed to Canadian securities regulatory authority or regulator in the Report: his or her full legal name, residential street address, telephone number, email address (if available), specific purchase details and details of the prospectus exemption relied on. Such information is collected on behalf of and used by the securities regulatory authority or regulator under the authority granted in securities legislation for the purposes of the administration and enforcement of the securities legislation. By purchasing the shares the investor authorizes this indirect collection of information by the securities regulatory authorities and regulators. Questions about the collection and use of this information should be directed to the securities regulatory authority or regulator in the province or territory where the investor is located or resident, as listed below.

Alberta Securities Commission

Suite 600, 250 - 5th Street SW Calgary, Alberta T2P 0R4 Telephone: (403) 297-6454 Toll free in Canada: 1-877-355-0585 Facsimile: (403) 297-2082

British Columbia Securities Commission

P.O. Box 10142, Pacific Centre 701 West Georgia Street Vancouver, British Columbia V7Y 1L2 Inquiries: (604) 899-6854 Toll free in Canada: 1-800-373-6393 Facsimile: (604) 899-6581 Email: inquiries@bcsc.bc.ca

The Manitoba Securities Commission

500-400 St. Mary Avenue Winnipeg, Manitoba R3C 4K5 Telephone: (204) 945-2548 Toll free in Manitoba 1-800-655-5244 Facsimile: (204) 945-0330

Financial and Consumer Services Commission (New Brunswick)

85 Charlotte Street, Suite 300 Saint John, New Brunswick E2L 2J2 Telephone: (506) 658-3060 Toll free in Canada: 1-866-933-2222 Facsimile: (506) 658-3059 Email: info@fcnb.ca

Ontario Securities Commission

20 Queen Street West, 22nd Floor Toronto, Ontario M5H 3S8 Telephone: (416) 593-8314 Toll free in Canada: 1-877-785-1555 Facsimile: (416) 593-8122 Email: exemptmarketfilings@osc.gov.on.ca Public official contact regarding indirect collection of information: Inquiries Officer

Prince Edward Island Securities Office

95 Rochford Street, 4th Floor Shaw Building P.O. Box 2000 Charlottetown, Prince Edward Island CIA 7N8 Telephone: (902) 368-4569 Facsimile: (902) 368-5283

Autorité des marchés financiers

800, Square Victoria, 22e étage C.P. 246, Tour de la Bourse Montréal, Québec H4Z 1G3 Telephone: (514) 395-0337 or 1-877-525-0337 Facsimile: (514) 873-6155 (For filing purposes only) Facsimile: (514) 864-6381 (For privacy requests only) Email: financementdessocietes@lautorite.qc.ca (For corporate finance issuers); fonds_dinvestissement@lautorite.qc.ca (For investment fund issuers)

Government of Newfoundland and Labrador Financial Services Regulation Division

P.O. Box 8700 Confederation Building 2nd Floor, West Block Prince Philip Drive St. John's, Newfoundland and Labrador AlB 4J6 Attention: Director of Securities Telephone: (709) 729-4189 Facsimile: (709) 729-6187

Nova Scotia Securities Commission

Suite 400, 5251 Duke Street Duke Tower P.O. Box 458 Halifax, Nova Scotia B3J 2P8 Telephone: (902) 424-7768 Facsimile: (902) 424-4625

Financial and Consumer Affairs

Authority of Saskatchewan Suite 601 - 1919 Saskatchewan Drive Regina, Saskatchewan S4P 4H2 Telephone: (306) 787-5879 Facsimile: (306) 787-5899

- 6. <u>CANADIAN TAX CONSIDERATIONS</u>: THE PROSPECTUS DOES NOT ADDRESS THE CANADIAN TAX CONSEQUENCES OF THE ACQUISITION, HOLDING OR DISPOSITION OF THE SHARES. PROSPECTIVE PURCHASERS OF SHARES ARE STRONGLY ADVISED TO CONSULT THEIR OWN TAX ADVISERS WITH RESPECT TO THE CANADIAN AND OTHER TAX CONSIDERATIONS APPLICABLE TO THEM.
- 7. **CANADIAN INVESTOR SIGNATURES:** By signing below, the investor is providing the representations, warranties and covenants, and acknowledging receipt of the notices, set out in this Addendum as of the date set out below. If the undersigned signatory is an authorized representative of the investor set out below, by signing below the signatory confirms that he or she is authorized to provide the representations, warranties and covenants set out in this Addendum on behalf of the investor and acknowledges receipt of the notices set out in this Addendum on behalf of the investor.

Dated this _____, 20____.

Investor Name

Province or Territory of Residence

Investor Signature

Name of Authorized Signatory

NOT FDIC INSURED | OFFER NO BANK GUARANTEE | MAY LOSE VALUE | NOT INSURED BY ANY FEDERAL GOVERNMENT AGENCY | NOT A BANK DEPOSIT

Beneficial Owner(s) (25% or More) and Key Controller Certification

I. General Instructions

What is this form?

U.S. law requires financial institutions to obtain, verify, and record information about the beneficial owners and key controllers of legal entity customers.

Who has to complete this form?

This form is applicable to legal entity customers and must be completed by the person opening a new account or establishing a customer relationship on behalf of a legal entity. For the purposes of this form, a **legal entity** includes a corporation, limited liability company, partnership, personal holding company, statutory trust, or other entity created by the filing of a public document with a Secretary of State or similar office, and any similar business entity formed in the United States or a foreign country. **Legal entity** does not include sole proprietorships, unincorporated associations, or natural persons opening accounts or establishing a customer relationship on their own behalf.

What information do I have to provide?

This form requires you to provide the name, address, date of birth and social security number (in the case of non-U.S. individuals, a social security number, a passport number or other similar information) for the following:

- (i) Each individual, if any, who owns, directly or indirectly, 25 percent or more of the equity interests of the legal entity customer (e.g., each natural person that owns 25 percent or more of the shares of a corporation); **and**
- (ii) An individual with significant responsibility for managing the legal entity customer (e.g., a Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, Managing Member, General Partner, President, Vice President, or Treasurer).

II. Certification of Beneficial Owner(s) and Key Controller

Persons opening an account or establishing a customer relationship on behalf of a legal entity must provide the following information:

Name and Title of Natural Person Opening Account/Establishing Customer Relationship:

Name, Legal Entity Type, and Address of Legal Entity for Which the Account is Being Opened/Relationship Established:

A. Beneficial Owner(s)

Nonprofit legal entities and Pooled Investment Vehicles, please skip to Section B (Key Controller) below.

Please provide the following information for <u>each</u> individual, if any, who, directly or indirectly, through any contract, arrangement, understanding, relationship or otherwise, owns 25 percent or more of the equity interests ("Beneficial Owner") of the legal entity listed above.

BENEFICIAL OWNER NOT APPLICABLE (CHECK THIS BOX AND SKIP TO SECTION B (KEY CONTROLLER) IF THERE IS NO INDIVIDUAL THAT MEETS THE DEFINITION OF A BENEFICIAL OWNER STATED ABOVE.)

Beneficial Owner 1

Individual name	Street address			
Date of birth	City	State	Zip	Country
SSN	Only complete if no SSN avail Government-issued identification ty			
	Identification number	ber Country of issuance		2
	Issuance date		Expiration date	

Beneficial Owner 2

Individual name	Street address				
Date of birth	City	State	Zip	Country	
SSN	Only complete if n Government-issued id				
	Identification number Country of issuance		issuance		
	Issuance date		Expiration of	Expiration date	

Beneficial Owner 3

Individual name	Street address					
Date of birth	City	State	Zip	Country		
SSN	Only complete if no Government-issued ide			Y		
	Identification number Country of issua				ince	
	Issuance date		Expiration of	Expiration date		

Beneficial Owner 4

Individual name	Street address			
Date of birth	City	State	Zip	Country
SSN	Only complete if no SSN available* Government-issued identification type			
	Identification number		Country of issuance	
	Issuance date		Expiration date	

* Where a social security number is unavailable, Non-U.S. Persons may provide a passport number, an alien identification card number, or number and country of issuance of any other government-issued document evidencing nationality or residence and bearing a photograph or similar safeguard.

B. Key Controller

All legal entities must complete this section.

Please provide the following information for one individual with significant responsibility to control, manage, or direct the legal entity listed above, such as:

- An executive officer or senior manager (e.g., a Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, Managing Member, General Partner, President, Vice President, Treasurer; with regards to a pooled investment vehicle, a portfolio manager, commodity pool operator, commodity trading advisor, or general partner); or
- Any other individual who regularly performs similar functions.

(Where applicable, an individual listed under the **Beneficial Owner(s)** section above may also serve as a **Key Controller** and be listed below.)

Key Controller

Individual name				
Title/Responsibility of key controller at legal entity				
Date of birth ▶ month/day/year	SSN			
Street address				
City	State			
Zip	Country			

Only complete if no SSN available*

Government-issued identification type	
Identification number	Country of issuance
Issuance date > month/day/year	Expiration date ▶ month/day/year

Certification

I, _________ (name of natural person opening account/ establishing customer relationship), hereby certify, to the best of my knowledge, that the information provided above is complete and correct. I further agree to inform Morgan Stanley of any changes to the Beneficial Owner and Key Controller information provided, including if/when an individual becomes a 25 percent or more Beneficial Owner.

Signature	Date
X	
Legal entity identifier (optional)	

* Where a social security number is unavailable, Non-U.S. Persons may provide a passport number, an alien identification card number, or number and country of issuance of any other government-issued document evidencing nationality or residence and bearing a photograph or similar safeguard.

Morgan Stanley Services Group Inc., on behalf of Morgan Stanley & Co. LLC, Morgan Stanley Bank, N.A., Member FDIC, Morgan Stanley Private Bank, N.A., Member FDIC, Morgan Stanley Investment Management, Inc., and other consolidated subsidiaries of Morgan Stanley.