Global Medium-Term Notes, Series I

Fixed/Floating Rate Senior Notes Due 2026
Fixed/Floating Rate Senior Notes Due 2028
Fixed/Floating Rate Senior Notes Due 2033

## Fixed/Floating Rate Senior Notes Due 2026

Spread (Plus or Minus):
Index Maturity:
Index Currency: Interest Calculation:

## Interest Payment Periods:

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Issuer: Morgan Stanley
Principal Amount: $1,250,000,000
Maturity Date: October 16,2026
Trade Date: October 14, 2022
Original Issue Date October 18, 2022 (T+2)
(Settlement):
Interest Accrual Date: October 18, }202
Issue Price (Price to 100.00%
Public):
Agents' Commission: 0.25%
All-in Price: 99.75%
Net Proceeds to $1,246,875,000
Issuer:
Fixed Rate Period:
Floating Rate Period:
Interest Rate:
Base Rate:
Morgan Stanley
\$1,250,000,000
October 16, 2026
October 14, 2022
October 18, 2022 (T+2)
October 18, 2022
100.00\%
0.25\%
99.75\%
\$1,246,875,000
From and including the Original Issue Date to but excluding October 16, 2025
From and including October 16, 2025 to but excluding the Maturity Date
During the Fixed Rate Period, \(6.138 \%\) per annum; during the Floating Rate Period, as described in the specific formula described in the below-referenced prospectus
SOFR (compounded daily over a quarterly Interest Payment Period in accordance with the specific formula described in the below-referenced prospectus). As further described in the below-referenced prospectus, (i) in determining the Base Rate for a U.S. Government Securities Business Day, the Base Rate generally will be the rate in respect of such day that is provided on the following U.S. Government Securities Business Day and (ii) in determining the Base Rate for any other day, such as a Saturday, Sunday or holiday, the Base Rate generally will be the rate in respect of the immediately preceding U.S. Government Securities Business Day that is provided on the following U.S. Government Securities Business Day.
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Plus $1.770 \%$ (to be added to the accrued interest compounding factor for an Interest Payment Period)
Daily
U.S. Dollars

As further described in the below-referenced prospectus, during the Floating Rate Period, the amount of interest accrued and payable on the Fixed/Floating Rate Senior Notes Due 2026 for each Interest Payment Period will be equal to the outstanding principal amount of the Fixed/Floating Rate Senior Notes Due 2026 multiplied by the product of: (a) the sum of the accrued interest compounding factor described in the below-referenced prospectus plus the Spread for the relevant Interest Payment Period, multiplied by (b) the quotient obtained by dividing the actual number of calendar days in such Interest Payment Period by 360. Notwithstanding the foregoing, in no event will the interest rate payable for any Interest Payment Period be less than zero percent.
During the Fixed Rate Period, semiannually; during the Floating Rate Period, quarterly. With respect to an Interest Payment Date during the Floating Rate Period, the period from and including the second most recent Interest Payment Period End-Date (or from and including October 16, 2025 in the case of the first Interest Payment Period during the Floating Rate Period)
to but excluding the immediately preceding Interest Payment Period End-Date; provided that (i) the Interest Payment Period with respect to the final Interest Payment Date (i.e., the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2026, the redemption date for such Fixed/Floating Rate Senior Notes Due 2026) will be the period from and including the second-to-last Interest Payment Period End-Date to but excluding the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2026, to but excluding the redemption date for such Fixed/Floating Rate Senior Notes Due 2026 (in each case, the final Interest Payment Period End-Date for such Fixed/Floating Rate Senior Notes Due 2026) and (ii) with respect to such final Interest Payment Period, the level of SOFR for each calendar day in the period from and including the Rate Cut-Off Date to but excluding the Maturity Date or redemption date, as applicable, shall be the level of SOFR in respect of such Rate Cut-Off Date

## Interest Payment Period EndDates:

With respect to the Floating Rate Period, the 16th of each January, April, July and October, commencing January 2026 and ending on the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2026, ending on the redemption date for such
Fixed/Floating Rate Senior Notes Due 2026; provided that if any scheduled Interest Payment Period End-Date, other than the Maturity Date or, if the Issuer elects to redeem
Fixed/Floating Rate Senior Notes Due 2026, the redemption date for such Fixed/Floating Rate Senior Notes Due 2026, falls on a day that is not a business day, it will be postponed to the following business day, except that, if that business day would fall in the next calendar month, the Interest Payment Period End-Date will be the immediately preceding business day. If the scheduled final Interest Payment Period End-Date (i.e., the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2026, the redemption date for such Fixed/Floating Rate Senior Notes Due 2026) falls on a day that is not a business day, the payment of principal and interest will be made on the next succeeding business day, but interest on that payment will not accrue during the period from and after the scheduled final Interest Payment Period End-Date

## Interest Payment Dates:

With respect to the Fixed Rate Period, each April 16 and October 16, commencing April 16, 2023 to and including October 16, 2025; with respect to the Floating Rate Period, the second business day following each Interest Payment Period End-Date; provided that the Interest Payment Date with respect to the final Interest Payment Period will be the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2026, the redemption date for such Fixed/Floating Rate Senior Notes Due 2026. If the scheduled Maturity Date or redemption date falls on a day that is not a business day, the payment of principal and interest will be made on the next succeeding business day, but interest on that payment will not accrue during the period from and after the scheduled Maturity Date or redemption date

## Rate Cut-Off Date: The second U.S. Government Securities Business Day prior to the Maturity Date or redemption date, as applicable

Day Count Convention: During the Fixed Rate Period, 30/360; during the Floating Rate Period, Actual/360
Optional Redemption: Optional Make-Whole Redemption, on or after April 21, 2023 and prior to October 16, 2025, in whole at any time or in part from time to time, on at least 5 but not more than 30 days' prior notice, as described in the below-referenced Prospectus under the heading "Description of Debt Securities—Redemption and Repurchase of Debt Securities-Optional Make-Whole Redemption of Debt Securities," provided that (A) the make-whole redemption price shall be equal to the greater of: (i) $100 \%$ of the principal amount of such Fixed/Floating Rate Senior Notes Due 2026 to be redeemed and (ii) the sum of (a) the present value of the payment of principal on such Fixed/Floating Rate Senior Notes Due 2026 to be redeemed and (b) the present values of the scheduled payments of interest on such Fixed/Floating Rate Senior Notes Due 2026 to be redeemed that would have been payable from the date of redemption to October 16, 2025 (not including any portion of such payments of interest accrued to the date of redemption), each discounted to the date of redemption on a semiannual basis (assuming a 360-day year consisting of twelve 30-day months) at the treasury rate plus 25 basis points, as calculated by the premium calculation agent; plus, in either case, accrued and unpaid interest on the principal amount being redeemed to the redemption date and (B) "comparable treasury issue" means the U.S. Treasury security selected by the premium calculation agent as having a maturity comparable to the remaining term of the Fixed/Floating Rate Senior Notes Due 2026 to be redeemed as if the Fixed/Floating Rate Senior Notes Due 2026 matured on October 16, 2025 ("remaining term") that would be utilized, at the time of selection and in accordance with customary financial practice, in pricing new issues of corporate debt securities of comparable maturity to the remaining term.

In addition, the Issuer may, at its option, redeem Fixed/Floating Rate Senior Notes Due 2026,
(i) in whole but not in part, on October 16, 2025 or (ii) in whole at any time or in part from time to time, on or after September 16, 2026, on at least 5 but not more than 30 days' prior notice, at a redemption price equal to $100 \%$ of their principal amount, plus accrued and unpaid interest on such Fixed/Floating Rate Senior Notes Due 2026 to but excluding the redemption date. For the avoidance of doubt, if Fixed/Floating Rate Senior Notes Due 2026 are redeemed in part, the determination of accrued and unpaid interest on such Fixed/Floating Rate Senior Notes Due 2026 (determined using a final Interest Payment Date, final Interest Payment Period End-Date and Rate Cut-Off Date relating to the redemption) shall have no effect on the determination of accrued and unpaid interest on Fixed/Floating Rate Senior Notes Due 2026 that are not so redeemed. See "Description of Debt Securities Redemption and Repurchase of Debt Securities - Notice of Redemption" in the belowreferenced Prospectus. If the Fixed/Floating Rate Senior Notes Due 2026 are redeemed prior to their stated maturity date, you may have to re-invest the proceeds in a lower interest rate environment.

## Specified Currency:

Minimum
U.S. Dollars ("\$")
$\$ 1,000$ and integral multiples of $\$ 1,000$ in excess thereof

## Denominations:

Business Day:
New York
CUSIP:
61747Y EX9
ISIN:
Issuer Ratings*:

Agents:
US61747YEX94
A1 (Moody's) / A- (Standard \& Poor's) / A (Fitch) / A (R\&I) / A (high) (DBRS)
(Stable / Stable / Positive / Stable / Stable)
Morgan Stanley \& Co. LLC and such other agents as shall be named in the Pricing Supplement for the Fixed/Floating Rate Senior Notes Due 2026.
Global Settlement: Through The Depository Trust Company, Euroclear or Clearstream, Luxembourg
Prohibition of Sales to Applicable
EEA
and United Kingdom
Retail
Investors:

* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

The Fixed/Floating Rate Senior Notes Due 2026 are not deposits or savings accounts and are not insured by the Federal Deposit Insurance Corporation or any other governmental agency or instrumentality, nor are they obligations of, or guaranteed by, a bank.

Fixed/Floating Rate Senior Notes Due 2028

| Issuer: | Morgan Stanley |
| :---: | :---: |
| Principal Amount: | \$2,250,000,000 |
| Maturity Date: | October 18, 2028 |
| Trade Date: | October 14, 2022 |
| Original Issue Date (Settlement): | October 18, 2022 (T+2) |
| Interest Accrual Date: | October 18, 2022 |
| Issue Price (Price to Public): | 100.00\% |
| Agents' Commission: | 0.35\% |
| All-in Price: | 99.65\% |
| Net Proceeds to Issuer: | \$2,242,125,000 |
| Fixed Rate Period: | From and including the Original Issue Date to but excluding October 18, 2027 |
| Floating Rate Period: | From and including October 18, 2027 to but excluding the Maturity Date |
| Interest Rate: | During the Fixed Rate Period, $6.296 \%$ per annum; during the Floating Rate Period, as described in |

## Base Rate:

## Spread (Plus or Minus):

Index Maturity:
Index Currency: Interest Calculation:

## Interest Payment Periods:

## Interest Payment Period EndDates:

## Interest Payment Dates:

the specific formula described in the below-referenced prospectus
SOFR (compounded daily over a quarterly Interest Payment Period in accordance with the specific formula described in the below-referenced prospectus). As further described in the below-referenced prospectus, (i) in determining the Base Rate for a U.S. Government Securities Business Day, the Base Rate generally will be the rate in respect of such day that is provided on the following U.S. Government Securities Business Day and (ii) in determining the Base Rate for any other day, such as a Saturday, Sunday or holiday, the Base Rate generally will be the rate in respect of the immediately preceding U.S. Government Securities Business Day that is provided on the following U.S. Government Securities Business Day.
Plus $2.240 \%$ (to be added to the accrued interest compounding factor for an Interest Payment Period)
Daily
U.S. Dollars

As further described in the below-referenced prospectus, during the Floating Rate Period, the amount of interest accrued and payable on the Fixed/Floating Rate Senior Notes Due 2028 for each Interest Payment Period will be equal to the outstanding principal amount of the Fixed/Floating Rate Senior Notes Due 2028 multiplied by the product of: (a) the sum of the accrued interest compounding factor described in the below-referenced prospectus plus the Spread for the relevant Interest Payment Period, multiplied by (b) the quotient obtained by dividing the actual number of calendar days in such Interest Payment Period by 360. Notwithstanding the foregoing, in no event will the interest rate payable for any Interest Payment Period be less than zero percent.
During the Fixed Rate Period, semiannually; during the Floating Rate Period, quarterly. With respect to an Interest Payment Date during the Floating Rate Period, the period from and including the second most recent Interest Payment Period End-Date (or from and including October 18, 2027 in the case of the first Interest Payment Period during the Floating Rate Period) to but excluding the immediately preceding Interest Payment Period End-Date; provided that (i) the Interest Payment Period with respect to the final Interest Payment Date (i.e., the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2028, the redemption date for such Fixed/Floating Rate Senior Notes Due 2028) will be the period from and including the second-to-last Interest Payment Period End-Date to but excluding the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2028, to but excluding the redemption date for such Fixed/Floating Rate Senior Notes Due 2028 (in each case, the final Interest Payment Period End-Date for such Fixed/Floating Rate Senior Notes Due 2028) and (ii) with respect to such final Interest Payment Period, the level of SOFR for each calendar day in the period from and including the Rate Cut-Off Date to but excluding the Maturity Date or redemption date, as applicable, shall be the level of SOFR in respect of such Rate Cut-Off Date
With respect to the Floating Rate Period, the 18th of each January, April, July and October, commencing January 2028 and ending on the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2028, ending on the redemption date for such
Fixed/Floating Rate Senior Notes Due 2028; provided that if any scheduled Interest Payment Period End-Date, other than the Maturity Date or, if the Issuer elects to redeem
Fixed/Floating Rate Senior Notes Due 2028, the redemption date for such Fixed/Floating Rate Senior Notes Due 2028, falls on a day that is not a business day, it will be postponed to the following business day, except that, if that business day would fall in the next calendar month, the Interest Payment Period End-Date will be the immediately preceding business day. If the scheduled final Interest Payment Period End-Date (i.e., the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2028, the redemption date for such Fixed/Floating Rate Senior Notes Due 2028) falls on a day that is not a business day, the payment of principal and interest will be made on the next succeeding business day, but interest on that payment will not accrue during the period from and after the scheduled final Interest Payment Period End-Date
With respect to the Fixed Rate Period, each April 18 and October 18, commencing April 18, 2023 to and including October 18, 2027; with respect to the Floating Rate Period, the second business day following each Interest Payment Period End-Date; provided that the Interest Payment Date with respect to the final Interest Payment Period will be the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2028, the redemption date for such

Fixed/Floating Rate Senior Notes Due 2028. If the scheduled Maturity Date or redemption date falls on a day that is not a business day, the payment of principal and interest will be made on the next succeeding business day, but interest on that payment will not accrue during the period from and after the scheduled Maturity Date or redemption date

## Rate Cut-Off Date: <br> The second U.S. Government Securities Business Day prior to the Maturity Date or redemption date, as applicable

Day Count Convention: During the Fixed Rate Period, 30/360; during the Floating Rate Period, Actual/360
Optional Redemption: Optional Make-Whole Redemption, on or after April 21, 2023 and prior to October 18, 2027, in whole at any time or in part from time to time, on at least 5 but not more than 30 days' prior notice, as described in the below-referenced Prospectus under the heading "Description of Debt Securities-Redemption and Repurchase of Debt Securities-Optional Make-Whole Redemption of Debt Securities," provided that (A) the make-whole redemption price shall be equal to the greater of: (i) $100 \%$ of the principal amount of such Fixed/Floating Rate Senior Notes Due 2028 to be redeemed and (ii) the sum of (a) the present value of the payment of principal on such Fixed/Floating Rate Senior Notes Due 2028 to be redeemed and (b) the present values of the scheduled payments of interest on such Fixed/Floating Rate Senior Notes Due 2028 to be redeemed that would have been payable from the date of redemption to October 18, 2027 (not including any portion of such payments of interest accrued to the date of redemption), each discounted to the date of redemption on a semiannual basis (assuming a 360 -day year consisting of twelve 30 -day months) at the treasury rate plus 35 basis points, as calculated by the premium calculation agent; plus, in either case, accrued and unpaid interest on the principal amount being redeemed to the redemption date and (B) "comparable treasury issue" means the U.S. Treasury security selected by the premium calculation agent as having a maturity comparable to the remaining term of the Fixed/Floating Rate Senior Notes Due 2028 to be redeemed as if the Fixed/Floating Rate Senior Notes Due 2028 matured on October 18, 2027 ("remaining term") that would be utilized, at the time of selection and in accordance with customary financial practice, in pricing new issues of corporate debt securities of comparable maturity to the remaining term.
In addition, the Issuer may, at its option, redeem Fixed/Floating Rate Senior Notes Due 2028, (i) in whole but not in part, on October 18, 2027 or (ii) in whole at any time or in part from time to time, on or after September 18, 2028, on at least 5 but not more than 30 days' prior notice, at a redemption price equal to $100 \%$ of their principal amount, plus accrued and unpaid interest on such Fixed/Floating Rate Senior Notes Due 2028 to but excluding the redemption date. For the avoidance of doubt, if Fixed/Floating Rate Senior Notes Due 2028 are redeemed in part, the determination of accrued and unpaid interest on such Fixed/Floating Rate Senior Notes Due 2028 (determined using a final Interest Payment Date, final Interest Payment Period End-Date and Rate Cut-Off Date relating to the redemption) shall have no effect on the determination of accrued and unpaid interest on Fixed/Floating Rate Senior Notes Due 2028 that are not so redeemed. See "Description of Debt Securities Redemption and Repurchase of Debt Securities - Notice of Redemption" in the belowreferenced Prospectus. If the Fixed/Floating Rate Senior Notes Due 2028 are redeemed prior to their stated maturity date, you may have to re-invest the proceeds in a lower interest rate environment.

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## * Note: A securities rating is not a revision or withdrawal at any time.

The Fixed/Floating Rate Senior Notes Due 2028 are not deposits or savings accounts and are not insured by the Federal Deposit Insurance Corporation or any other governmental agency or instrumentality, nor are they obligations of, or guaranteed by, a bank.

## Fixed/Floating Rate Senior Notes Due 2033

Issuer:
Principal Amount:
Maturity Date:
Trade Date:
Original Issue Date
(Settlement):

Morgan Stanley
\$3,000,000,000
October 18, 2033
October 14, 2022
October 18, 2022 (T+2)
Interest Accrual Date: October 18, 2022
Issue Price (Price to 100.00\% Public):
Agents' Commission: 0.45\%
All-in Price: $\quad 99.55 \%$
Net Proceeds to $\$ 2,986,500,000$
Issuer:
Fixed Rate Period:
Floating Rate Period:
Interest Rate:
Base Rate:

Spread (Plus or
Minus):
Index Maturity:
Index Currency: Interest Calculation:

## Interest Payment Periods:

From and including the Original Issue Date to but excluding October 18, 2032
From and including October 18, 2032 to but excluding the Maturity Date
During the Fixed Rate Period, $6.342 \%$ per annum; during the Floating Rate Period, as described in the specific formula described in the below-referenced prospectus
SOFR (compounded daily over a quarterly Interest Payment Period in accordance with the specific formula described in the below-referenced prospectus). As further described in the below-referenced prospectus, (i) in determining the Base Rate for a U.S. Government Securities Business Day, the Base Rate generally will be the rate in respect of such day that is provided on the following U.S. Government Securities Business Day and (ii) in determining the Base Rate for any other day, such as a Saturday, Sunday or holiday, the Base Rate generally will be the rate in respect of the immediately preceding U.S. Government Securities Business Day that is provided on the following U.S. Government Securities Business Day.
Plus $2.560 \%$ (to be added to the accrued interest compounding factor for an Interest Payment Period)
Daily
U.S. Dollars

As further described in the below-referenced prospectus, during the Floating Rate Period, the amount of interest accrued and payable on the Fixed/Floating Rate Senior Notes Due 2033 for each Interest Payment Period will be equal to the outstanding principal amount of the Fixed/Floating Rate Senior Notes Due 2033 multiplied by the product of: (a) the sum of the accrued interest compounding factor described in the below-referenced prospectus plus the Spread for the relevant Interest Payment Period, multiplied by (b) the quotient obtained by dividing the actual number of calendar days in such Interest Payment Period by 360. Notwithstanding the foregoing, in no event will the interest rate payable for any Interest Payment Period be less than zero percent.
During the Fixed Rate Period, semiannually; during the Floating Rate Period, quarterly. With respect to an Interest Payment Date during the Floating Rate Period, the period from and including the second most recent Interest Payment Period End-Date (or from and including October 18, 2032 in the case of the first Interest Payment Period during the Floating Rate Period) to but excluding the immediately preceding Interest Payment Period End-Date; provided that (i) the Interest Payment Period with respect to the final Interest Payment Date (i.e., the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2033, the redemption date for such Fixed/Floating Rate Senior Notes Due 2033) will be the period from and including the
second-to-last Interest Payment Period End-Date to but excluding the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2033, to but excluding the redemption date for such Fixed/Floating Rate Senior Notes Due 2033 (in each case, the final Interest Payment Period End-Date for such Fixed/Floating Rate Senior Notes Due 2033) and (ii) with respect to such final Interest Payment Period, the level of SOFR for each calendar day in the period from and including the Rate Cut-Off Date to but excluding the Maturity Date or redemption date, as applicable, shall be the level of SOFR in respect of such Rate Cut-Off Date

## Interest Payment Period EndDates:

## Interest Payment Dates:

With respect to the Floating Rate Period, the 18th of each January, April, July and October, commencing January 2033 and ending on the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2033, ending on the redemption date for such Fixed/Floating Rate Senior Notes Due 2033; provided that if any scheduled Interest Payment Period End-Date, other than the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2033, the redemption date for such Fixed/Floating Rate Senior Notes Due 2033, falls on a day that is not a business day, it will be postponed to the following business day, except that, if that business day would fall in the next calendar month, the Interest Payment Period End-Date will be the immediately preceding business day. If the scheduled final Interest Payment Period End-Date (i.e., the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2033, the redemption date for such Fixed/Floating Rate Senior Notes Due 2033) falls on a day that is not a business day, the payment of principal and interest will be made on the next succeeding business day, but interest on that payment will not accrue during the period from and after the scheduled final Interest Payment Period End-Date
With respect to the Fixed Rate Period, each April 18 and October 18, commencing April 18, 2023 to and including October 18, 2032; with respect to the Floating Rate Period, the second business day following each Interest Payment Period End-Date; provided that the Interest Payment Date with respect to the final Interest Payment Period will be the Maturity Date or, if the Issuer elects to redeem Fixed/Floating Rate Senior Notes Due 2033, the redemption date for such Fixed/Floating Rate Senior Notes Due 2033. If the scheduled Maturity Date or redemption date falls on a day that is not a business day, the payment of principal and interest will be made on the next succeeding business day, but interest on that payment will not accrue during the period from and after the scheduled Maturity Date or redemption date

## Rate Cut-Off Date:

The second U.S. Government Securities Business Day prior to the Maturity Date or redemption date, as applicable
Day Count Convention: During the Fixed Rate Period, 30/360; during the Floating Rate Period, Actual/360
Optional Redemption: Optional Make-Whole Redemption, on or after April 21, 2023 and prior to October 18, 2032, in whole at any time or in part from time to time, on at least 5 but not more than 30 days' prior notice, as described in the below-referenced Prospectus under the heading "Description of Debt Securities-Redemption and Repurchase of Debt Securities-Optional Make-Whole Redemption of Debt Securities," provided that (A) the make-whole redemption price shall be equal to the greater of: (i) $100 \%$ of the principal amount of such Fixed/Floating Rate Senior Notes Due 2033 to be redeemed and (ii) the sum of (a) the present value of the payment of principal on such Fixed/Floating Rate Senior Notes Due 2033 to be redeemed and (b) the present values of the scheduled payments of interest on such Fixed/Floating Rate Senior Notes Due 2033 to be redeemed that would have been payable from the date of redemption to October 18, 2032 (not including any portion of such payments of interest accrued to the date of redemption), each discounted to the date of redemption on a semiannual basis (assuming a 360-day year consisting of twelve 30-day months) at the treasury rate plus 35 basis points, as calculated by the premium calculation agent; plus, in either case, accrued and unpaid interest on the principal amount being redeemed to the redemption date and (B) "comparable treasury issue" means the U.S. Treasury security selected by the premium calculation agent as having a maturity comparable to the remaining term of the Fixed/Floating Rate Senior Notes Due 2033 to be redeemed as if the Fixed/Floating Rate Senior Notes Due 2033 matured on October 18, 2032 ("remaining term") that would be utilized, at the time of selection and in accordance with customary financial practice, in pricing new issues of corporate debt securities of comparable maturity to the remaining term.
In addition, the Issuer may, at its option, redeem Fixed/Floating Rate Senior Notes Due 2033, (i) in whole but not in part, on October 18, 2032 or (ii) in whole at any time or in part from time to time, on or after July 18, 2033, on at least 5 but not more than 30 days' prior notice, at a redemption price equal to $100 \%$ of their principal amount, plus accrued and unpaid interest on
such Fixed/Floating Rate Senior Notes Due 2033 to but excluding the redemption date. For the avoidance of doubt, if Fixed/Floating Rate Senior Notes Due 2033 are redeemed in part, the determination of accrued and unpaid interest on such Fixed/Floating Rate Senior Notes Due 2033 (determined using a final Interest Payment Date, final Interest Payment Period End-Date and Rate Cut-Off Date relating to the redemption) shall have no effect on the determination of accrued and unpaid interest on Fixed/Floating Rate Senior Notes Due 2033 that are not so redeemed. See "Description of Debt Securities - Redemption and Repurchase of Debt Securities - Notice of Redemption" in the below-referenced Prospectus. If the Fixed/Floating Rate Senior Notes Due 2033 are redeemed prior to their stated maturity date, you may have to re-invest the proceeds in a lower interest rate environment.

| Specified Currency: | U.S. Dollars ("\$") |
| :---: | :---: |
| Minimum | \$1,000 and integral multiples of \$1,000 in excess thereof |
| Denominations: |  |
| Business Day: | New York |
| CUSIP: | 61747Y EY7 |
| ISIN: | US61747YEY77 |
| Issuer Ratings*: | A1 (Moody's) / A- (Standard \& Poor's) / A (Fitch) / A (R\&I) / A (high) (DBRS) (Stable / Stable / Positive / Stable / Stable) |
| Agents: | Morgan Stanley \& Co. LLC and such other agents as shall be named in the Pricing Supplement for the Fixed/Floating Rate Senior Notes Due 2033. |
| Global Settlement: | Through The Depository Trust Company, Euroclear or Clearstream, Luxembourg |
| Prohibition of Sales to EEA | Applicable |
| and United Kingdom |  |
| Retail |  |
| Investors: |  |

* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

The Fixed/Floating Rate Senior Notes Due 2033 are not deposits or savings accounts and are not insured by the Federal Deposit Insurance Corporation or any other governmental agency or instrumentality, nor are they obligations of, or guaranteed by, a bank.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offerings to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and these offerings. You may get these documents for free by visiting EDGAR on the SEC web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offerings will arrange to send you the prospectus if you request it by calling toll free 1-866-718-1649.

Preliminary Pricing_Supplement No. 6,666 dated October 14, 2022
Prospectus Supplement dated November 16, 2020
Prospectus dated November 16, 2020
No EEA PRIIPs KID - No PRIIPs key information document (KID) has been prepared as the notes are not available to retail investors in the EEA.

No UK PRIIPs KID - No PRIIPs key information document (KID) has been prepared as the notes are not available to retail investors in the United Kingdom.


[^0]:    Specified Currency:
    Minimum Denominations: Business Day: CUSIP:
    ISIN:
    Issuer Ratings*:
    Agents:
    U.S. Dollars ("\$")
    $\$ 1,000$ and integral multiples of $\$ 1,000$ in excess thereof
    New York
    61747Y EV3
    US61747YEV39
    A1 (Moody's) / A- (Standard \& Poor’s) / A (Fitch) / A (R\&I) / A (high) (DBRS)
    (Stable / Stable / Positive / Stable / Stable)
    Morgan Stanley \& Co. LLC and such other agents as shall be named in the Pricing Supplement for the Fixed/Floating Rate Senior Notes Due 2028.
    Global Settlement: Through The Depository Trust Company, Euroclear or Clearstream, Luxembourg
    Prohibition of Sales to Applicable
    EEA
    and United Kingdom
    Retail
    Investors:

