

MORGAN STANLEY
Form 8-K
June 26, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 21, 2018

Morgan Stanley

(Exact name of Registrant as specified in its charter)

Delaware 1-11758 36-3145972
(State or other jurisdiction of incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

1585 Broadway, New York, New York 10036

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(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (212) 761-4000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Certain Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On June 21, 2018, the Board of Directors (“Board”) of Morgan Stanley (the “Company”) elected Mary L. Schapiro to the Board, effective July 1, 2018. The Board determined that Ms. Schapiro is independent in accordance with the director independence standards established under the Company’s Corporate Governance Policies. Ms. Schapiro will become a member of the Operations and Technology Committee, effective July 1, 2018.

Ms. Schapiro will receive compensation as a non–employee director in accordance with the Company’s non–employee director compensation practices described in “Item 1 – Election of Directors: Corporate Governance Highlights– Director Compensation” of the Company’s Annual Meeting Proxy Statement filed with the Securities and Exchange Commission on April 6, 2018.

The Company’s related press release is attached as Exhibit 99.1 to this Current Report on Form 8–K and is incorporated by reference in its entirety.

Item 9.01. Financial Statements and Exhibits

99.1 Press release of the Company, dated June 26, 2018.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

Date: June 26, 2018

MORGAN STANLEY

(Registrant)

By: /s/ Martin M. Cohen

Name: Martin M. Cohen

Title: Corporate Secretary