

DeWindt, Dana

From: globalcompliance (firmwide group)

Sent: Tuesday, May 30, 2006 12:36 PM

To: DeWindt, Dana

Subject: Policy on Reporting Potential Illegal or Unethical Conduct: The Integrity Hotline

Morgan

Policy on Reporting Potential  
Illegal or Unethical Conduct:  
The Integrity Hotline

\*\*\* For All Global Offices – Internal Use Only \*\*\*

Every employee of the Firm is responsible for preserving and protecting Morgan Stanley's reputation for integrity and excellence. You are expected to do more than simply follow the applicable rules – you are required to escalate promptly potential legal, regulatory and ethical misconduct.

You must follow the escalation procedures set forth below to report concerns about potential misconduct. These procedures should be read in conjunction with the Firm's which provides some examples of "red flag" situations that you should escalate, as well as other Firm policies that contain specific procedures for raising particular concerns (e.g., the ). Employees based in Europe or Japan should follow the specific procedures referenced below for their location.

➤ **Contact your Supervisor or the Law Division Promptly** ✓

If you believe you may have violated the law, a regulation or a Firm policy, you must promptly notify your supervisor or the Law Division (either the Legal or Compliance Department). In addition, if you observe or become aware of conduct – whether by another employee, supervisor, a client, consultant, supplier, or other third party – that potentially violates the law, a regulation or a Firm policy, or is otherwise improper, you must promptly discuss your concerns with your supervisor or with the Law Division.

➤ **Integrity Hotline**

The Integrity Hotline has been established for the majority of jurisdictions in which the Firm does business to provide employees an additional option for reporting potential misconduct. In circumstances where you believe the concern you have reported to your supervisor or the Law Division has not been appropriately resolved, or if you would prefer to report the concern through other channels, you may call your country's

The Hotline is available 24 hours a day, 7 days a week, and is staffed by a third-party service provider whose employees are trained to receive initial reports of potential misconduct. Hotline staff has ready access to translators in the main languages in which the Firm does business. Reports may be made on a confidential, anonymous basis.

5/30/2006