

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2021

Commission File Number 1-11758

Morgan Stanley

(Exact name of Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)	1585 Broadway New York, NY 10036 (Address of principal executive offices, including zip code)	36-3145972 (I.R.S. Employer Identification No.)	(212) 761-4000 (Registrant's telephone number, including area code)
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Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of exchange on which registered
Common Stock, \$0.01 par value	MS	New York Stock Exchange
Depository Shares, each representing 1/1,000th interest in a share of Floating Rate Non-Cumulative Preferred Stock, Series A, \$0.01 par value	MS/PA	New York Stock Exchange
Depository Shares, each representing 1/1,000th interest in a share of Fixed-to-Floating Rate Non-Cumulative Preferred Stock, Series E, \$0.01 par value	MS/PE	New York Stock Exchange
Depository Shares, each representing 1/1,000th interest in a share of Fixed-to-Floating Rate Non-Cumulative Preferred Stock, Series F, \$0.01 par value	MS/PF	New York Stock Exchange
Depository Shares, each representing 1/1,000th interest in a share of Fixed-to-Floating Rate Non-Cumulative Preferred Stock, Series I, \$0.01 par value	MS/PI	New York Stock Exchange
Depository Shares, each representing 1/1,000th interest in a share of Fixed-to-Floating Rate Non-Cumulative Preferred Stock, Series K, \$0.01 par value	MS/PK	New York Stock Exchange
Depository Shares, each representing 1/1000th interest in a share of 4.875% Non-Cumulative Preferred Stock, Series L, \$0.01 par value	MS/PL	New York Stock Exchange
Global Medium-Term Notes, Series A, Fixed Rate Step-Up Senior Notes Due 2026 of Morgan Stanley Finance LLC (and Registrant's guarantee with respect thereto)	MS/26C	New York Stock Exchange

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the Registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the Registrant was required to submit such files). Yes No

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting company 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.

Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

As of July 30, 2021, there were 1,824,561,070 shares of the Registrant's Common Stock, par value \$0.01 per share, outstanding.

QUARTERLY REPORT ON FORM 10-Q

For the quarter ended June 30, 2021

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Available Information

We file annual, quarterly and current reports, proxy statements and other information with the SEC. The SEC maintains a website, www.sec.gov, that contains annual, quarterly and current reports, proxy and information statements and other information that issuers file electronically with the SEC. Our electronic SEC filings are available to the public at the SEC's website.

Our website is www.morganstanley.com. You can access our Investor Relations webpage at www.morganstanley.com/about-us-ir. We make available free of charge, on or through our Investor Relations webpage, our proxy statements, annual reports on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K and any amendments to those reports filed or furnished pursuant to the Securities Exchange Act of 1934, as amended ("Exchange Act"), as soon as reasonably practicable after such material is electronically filed with, or furnished to, the SEC. We also make available, through our Investor Relations webpage, via a link to the SEC's website, statements of beneficial ownership of our equity securities filed by our directors, officers, 10% or greater shareholders and others under Section 16 of the Exchange Act.

You can access information about our corporate governance at www.morganstanley.com/about-us-governance, our sustainability initiatives at www.morganstanley.com/about-us/sustainability-at-morgan-stanley and our commitment to diversity and inclusion at www.morganstanley.com/about-us/diversity. Our webpages include:

- Amended and Restated Certificate of Incorporation;
- Amended and Restated Bylaws;
- Charters for our Audit Committee, Compensation, Management Development and Succession Committee, Nominating and Governance Committee, Operations and Technology Committee, and Risk Committee;
- Corporate Governance Policies;
- Policy Regarding Corporate Political Activities;
- Policy Regarding Shareholder Rights Plan;
- Equity Ownership Commitment;
- Code of Ethics and Business Conduct;
- Code of Conduct;
- Integrity Hotline Information;
- Environmental and Social Policies;
- Sustainability Report;
- Task Force on Climate-related Financial Disclosures Report; and
- Diversity and Inclusion Report.

Our Code of Ethics and Business Conduct applies to all directors, officers and employees, including our Chief Executive Officer, Chief Financial Officer and Deputy Chief Financial Officer. We will post any amendments to the Code of Ethics and Business Conduct and any waivers that are required to be disclosed by the rules of either the SEC or the New York Stock Exchange LLC ("NYSE") on our website. You can request a copy of these documents, excluding exhibits, at no cost, by contacting Investor Relations, 1585 Broadway, New York, NY 10036 (212-761-4000). The information on our website is not incorporated by reference into this report.

Management's Discussion and Analysis of Financial Condition and Results of Operations

Introduction

Morgan Stanley is a global financial services firm that maintains significant market positions in each of its business segments—Institutional Securities, Wealth Management and Investment Management. Morgan Stanley, through its subsidiaries and affiliates, provides a wide variety of products and services to a large and diversified group of clients and customers, including corporations, governments, financial institutions and individuals. Unless the context otherwise requires, the terms “Morgan Stanley,” “Firm,” “us,” “we” or “our” mean Morgan Stanley (the “Parent Company”) together with its consolidated subsidiaries. Disclosures reflect the effects of the acquisitions of E*TRADE Financial Corporation (“E*TRADE”) and Eaton Vance Corp. (“Eaton Vance”) prospectively from the acquisition dates, October 2, 2020 and March 1, 2021, respectively. See the “Glossary of Common Terms and Acronyms” for the definition of certain terms and acronyms used throughout this Form 10-Q.

A description of the clients and principal products and services of each of our business segments is as follows:

Institutional Securities provides a variety of products and services to corporations, governments, financial institutions and ultra-high net worth clients. Investment banking services consist of capital raising and financial advisory services, including services relating to the underwriting of debt, equity and other securities, as well as advice on mergers and acquisitions, restructurings and project finance. Our Equity and Fixed Income businesses include sales, financing, prime brokerage, market-making, Asia wealth management services and certain business-related investments. Lending activities include originating corporate loans and commercial real estate loans, providing secured lending facilities, and extending securities-based and other financing to customers. Other activities include research.

Wealth Management provides a comprehensive array of financial services and solutions to individual investors and small to medium-sized businesses and institutions covering: financial advisor-led brokerage and investment advisory services; self-directed brokerage services; financial and wealth planning services; workplace services including stock plan administration; annuity and insurance products; securities-based lending, residential real estate loans and other lending products; banking; and retirement plan services.

Investment Management provides a broad range of investment strategies and products that span geographies, asset classes, and public and private markets to a diverse group of clients across institutional and intermediary channels. Strategies and products, which are offered through a variety of investment vehicles, include equity, fixed income, alternatives and solutions, and liquidity and overlay services. Institutional clients include defined benefit/defined contribution plans, foundations, endowments, government entities, sovereign wealth funds, insurance companies, third-party fund sponsors and corporations. Individual clients are generally served through intermediaries, including affiliated and non-affiliated distributors.

Management's Discussion and Analysis includes certain metrics that we believe to be useful to us, investors, analysts and other stakeholders by providing further transparency about, or an additional means of assessing, our financial condition and operating results. Such metrics, when used, are defined and may be different from or inconsistent with metrics used by other companies.

The results of operations in the past have been, and in the future may continue to be, materially affected by: competition; risk factors; legislative, legal and regulatory developments; and other factors. These factors also may have an adverse impact on our ability to achieve our strategic objectives. Additionally, the discussion of our results of operations herein may contain forward-looking statements. These statements, which reflect management's beliefs and expectations, are subject to risks and uncertainties that may cause actual results to differ materially. For a discussion of the risks and uncertainties that may affect our future results, see “Forward-Looking Statements,” “Business—Competition,” “Business—Supervision and Regulation,” and “Risk Factors” in the 2020 Form 10-K, and “Liquidity and Capital Resources—Regulatory Requirements” herein.

Management’s Discussion and Analysis

Executive Summary

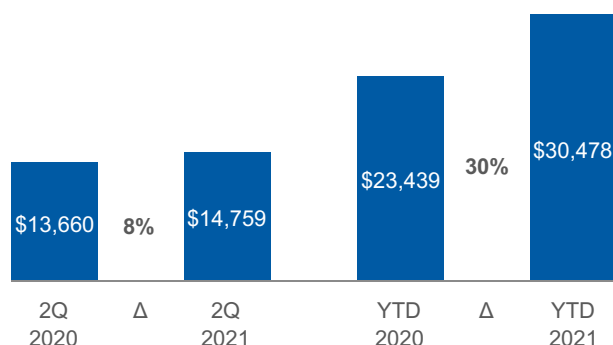
Overview of Financial Results

Consolidated Results—Three Months Ended June 30, 2021

- Firm Net revenues were up 8% and Net income applicable to Morgan Stanley was up 10%, with strong contributions from each of our three business segments, and resulting in an annualized ROTCE of 18.6%, or 19.0% excluding integration-related expenses (see “Selected Non-GAAP Financial Information” herein).
- The Firm expense efficiency ratio was 69%, or 68% excluding the impact of integration-related expenses (see “Selected Non-GAAP Financial Information” herein).
- At June 30, 2021, our standardized Common Equity Tier 1 capital ratio was 16.6%.
- The Firm doubled its quarterly common stock dividend to \$0.70 per share and increased its share repurchase authorization of outstanding common stock up to \$12 billion over the next 12 months.
- Institutional Securities Net revenues of \$7.1 billion reflect strong results as clients remained active across Investment banking and Equity.
- Wealth Management delivered a pre-tax margin of 26.8%, or 27.8% excluding integration-related expenses (see “Selected Non-GAAP Financial Information” herein). Results reflect higher asset management fees, growth in bank lending, as well as net new assets of \$71 billion and fee-based flows of \$34 billion.
- Investment Management results reflect strong asset management fees on AUM of \$1.5 trillion, which includes \$13.5 billion of positive long-term net flows across all asset classes.

Net Revenues¹

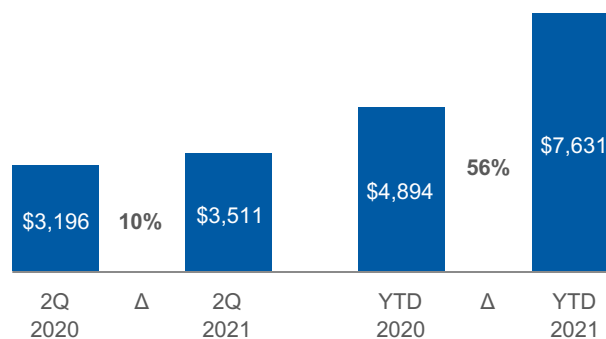
(\$ in millions)



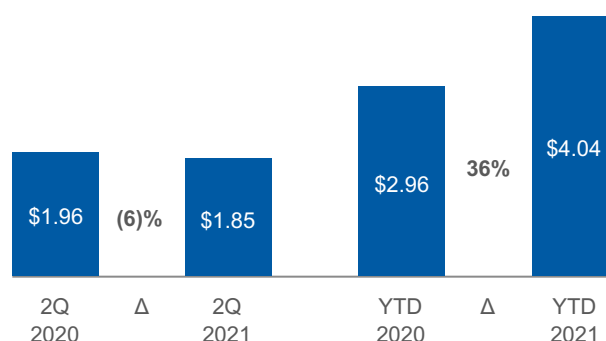
1. Certain prior period amounts have been reclassified to conform to the current presentation. See “Business Segments” herein and Note 1 to the financial statements for more information.

Net Income Applicable to Morgan Stanley

(\$ in millions)



Earnings per Diluted Common Share¹



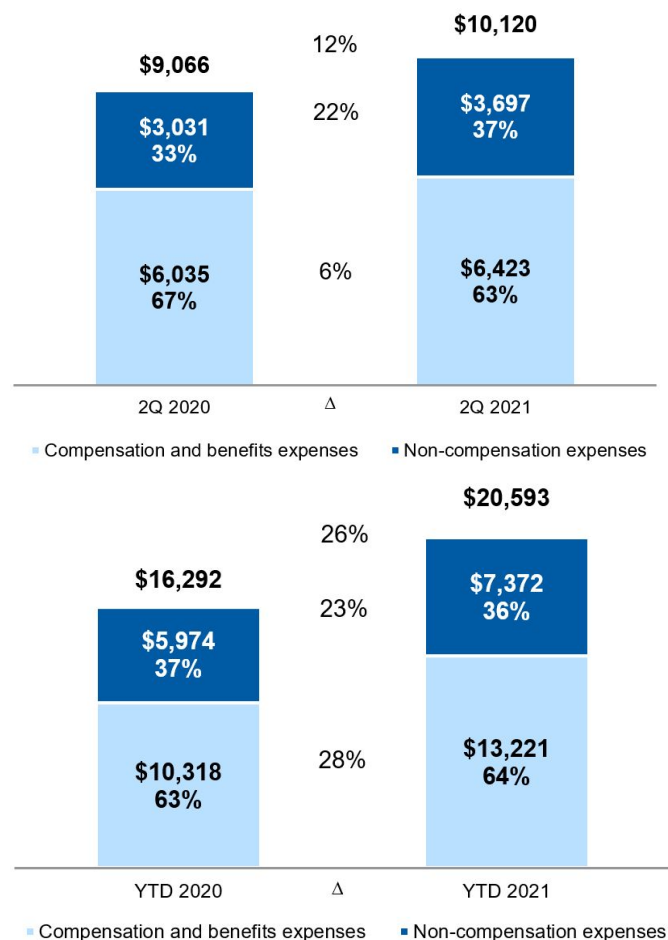
1. Adjusted Diluted EPS for the current quarter and the current year period were \$1.89 and \$4.11, respectively (see “Selected Non-GAAP Financial Information” herein).

We reported net revenues of \$14.8 billion in the quarter ended June 30, 2021 (“current quarter,” or “2Q 2021”), compared with \$13.7 billion in the quarter ended June 30, 2020 (“prior year quarter,” or “2Q 2020”). For the current quarter, net income applicable to Morgan Stanley was \$3.5 billion, or \$1.85 per diluted common share, compared with \$3.2 billion or \$1.96 per diluted common share, in the prior year quarter.

We reported net revenues of \$30.5 billion in the six months ended June 30, 2021 (“current year period,” or “YTD 2021”), compared with \$23.4 billion in the period ended June 30, 2020 (“prior year period,” or “YTD 2020”). For the current period, net income applicable to Morgan Stanley was \$7.6 billion, or \$4.04 per diluted common share, compared with \$4.9 billion or \$2.96 per diluted common share, in the prior year period.

Non-interest Expenses^{1, 2}

(\$ in millions)



1. The percentages on the bars in the chart represent the contribution of compensation and benefits expenses and non-compensation expenses to the total.
 2. Certain prior period amounts have been reclassified to conform to the current presentation. See “Business Segments” herein and Note 1 to the financial statements for more information.

- Compensation and benefits expenses of \$6,423 million in the current quarter increased 6% from the prior year quarter, primarily as a result of increases in the formulaic payout to Wealth Management representatives driven by higher compensable revenues and incremental compensation as a result of the E*TRADE and Eaton Vance acquisitions, partially offset by a decrease in discretionary incentive compensation driven by lower net revenues in the Institutional Securities business segment.

Compensation and benefits expenses of \$13,221 million in the current year period increased 28% from the prior year period, primarily as a result of an increase in the formulaic payout to Wealth Management representatives driven by higher compensable revenues, incremental compensation as a result of the E*TRADE and Eaton Vance acquisitions, higher discretionary incentive compensation driven by revenues, and higher expenses related to certain deferred compensation plans linked to investment performance and the Firm’s share price.

- Non-compensation expenses of \$3,697 million in the current quarter increased 22% from the prior year quarter,

primarily due to incremental expenses as a result of the E*TRADE and Eaton Vance acquisitions, as well as higher professional services expenses and higher investments in technology.

Non-compensation expenses of \$7,372 million in the current year period increased 23% from the prior year period, primarily driven by incremental expenses as a result of the E*TRADE and Eaton Vance acquisitions, higher volume-related expenses, higher investments in technology, as well as higher professional services expenses.

Provision for Credit Losses

The Provision for credit losses on loans and lending commitments in the current quarter was \$73 million, primarily driven by one secured lending facility. The Provision for credit losses on loans and lending commitments of \$239 million in the prior year quarter was primarily driven by deterioration in the expected macroeconomic environment at that time.

The Provision for credit losses on loans and lending commitments in the current year period was a net release of \$25 million, primarily as a result of improvements in the outlook for macroeconomic conditions and the impact of paydowns on corporate loans, including by lower-rated borrowers, partially offset by the provision for one secured lending facility in the current quarter. The Provision for credit losses on loans and lending commitments of \$646 million in the prior year period was primarily driven by deterioration in the expected macroeconomic environment at that time.

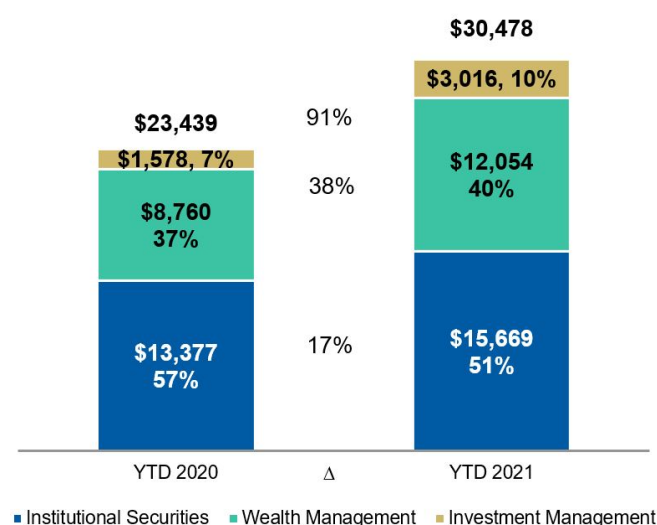
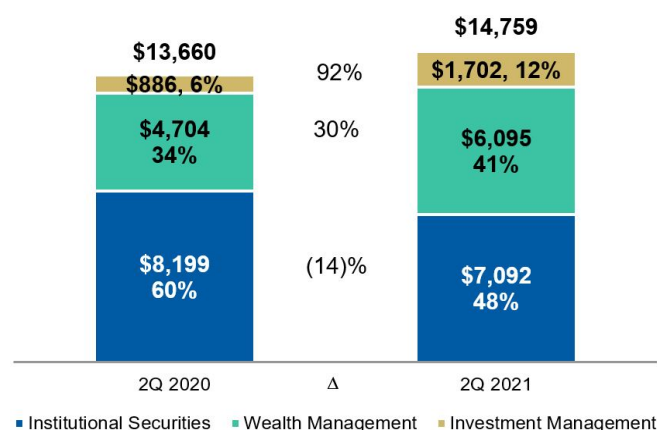
For further information on the Provision for credit losses, see “Credit Risk” herein.

Income Taxes

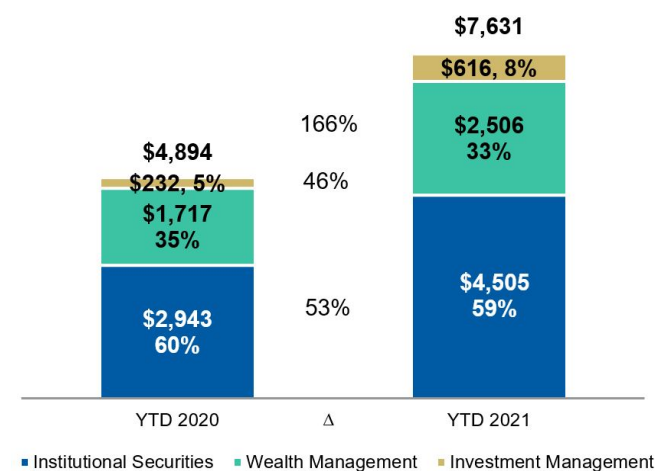
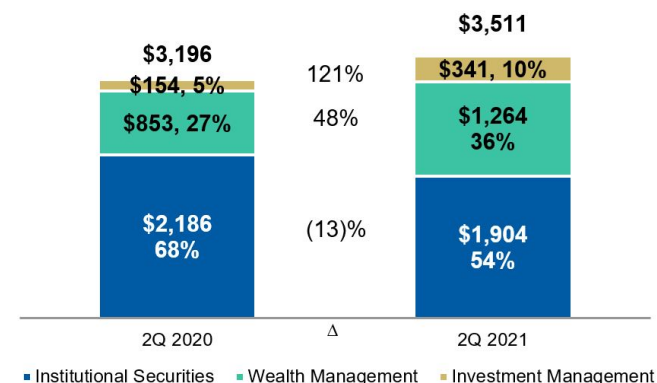
The Firm’s effective tax rate of 23.1% is lower in the current quarter compared with the prior year quarter primarily due to the remeasurement of reserves and interest related to a foreign tax matter in the prior year quarter.

Business Segment Results

Net Revenues by Segment^{1, 2}
(\$ in millions)



Net Income Applicable to Morgan Stanley by Segment¹
(\$ in millions)



1. The percentages on the bars in the charts represent the contribution of each business segment to the total of the applicable financial category and may not sum to 100% due to intersegment eliminations. See Note 20 to the financial statements for details of intersegment eliminations.
2. Certain prior period amounts have been reclassified to conform to the current presentation. See "Business Segments" herein and Note 1 to the financial statements for more information.

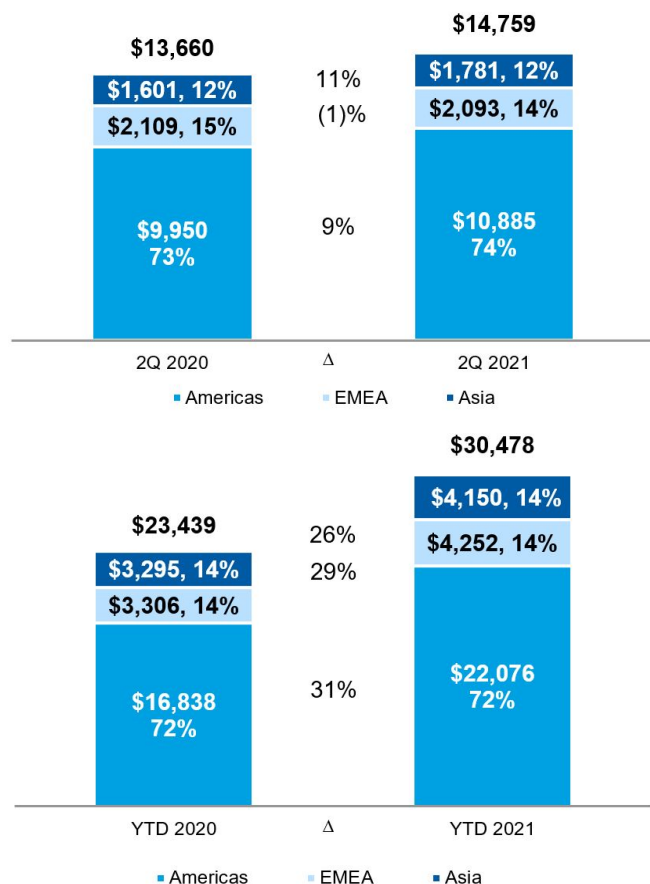
- Institutional Securities net revenues of \$7,092 million in the current quarter decreased 14% from the prior year quarter, primarily reflecting lower Fixed income revenues as markets normalized compared to the prior year quarter. Net revenues of \$15,669 million in the current year period increased 17% from the prior year period, primarily reflecting higher underwriting and Equity business revenues.
- Wealth Management net revenues of \$6,095 million in the current quarter increased 30% from the prior year quarter and net revenues of \$12,054 million in the current year period increased 38% from the prior year period, both primarily due to higher Asset management revenues and incremental revenues as a result of the E*TRADE acquisition.
- Investment Management net revenues of \$1,702 million in the current quarter increased 92% from the prior year

Management's Discussion and Analysis

quarter and net revenues of \$3,016 million in the current year period increased 91% from the prior year period, both primarily due to higher Asset management and related fees, including incremental revenues related to the Eaton Vance acquisition, as well as higher Performance-based income and other revenues.

Net Revenues by Region^{1,2,3}

(\$ in millions)



1. The percentages on the bars in the charts represent the contribution of each region to the total.
2. For a discussion of how the geographic breakdown of net revenues is determined, see Note 20 to the financial statements in the 2020 Form 10-K.
3. Certain prior period amounts have been reclassified to conform to the current presentation. See "Business Segments" herein and Note 1 to the financial statements for more information.

Americas net revenues in the current quarter increased 9% from the prior year quarter, primarily driven by the Wealth Management business segment. Asia net revenues increased 11% from the prior year quarter, primarily driven by the Equity business within the Institutional Securities business segment.

Americas net revenues in the current year period increased 31% from the prior year period, primarily driven by the Wealth Management business segment and the Investment banking business within the Institutional Securities business segment. EMEA net revenues increased 29% and Asia net revenues increased 26% from the prior year period, both primarily driven by the Equity and Investment banking businesses within the Institutional Securities business segment.

Selected Financial Information and Other Statistical Data

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Consolidated results				
Net revenues ¹	\$14,759	\$13,660	\$30,478	\$23,439
Earnings applicable to Morgan Stanley common shareholders	\$3,408	\$3,047	\$7,390	\$4,637
Earnings per diluted common share	\$1.85	\$1.96	\$4.04	\$2.96
Consolidated financial measures				
Expense efficiency ratio ^{1,2}	69%	66%	68%	70%
Adjusted expense efficiency ratio ^{1,2,4}	68%	66%	67%	70%
ROE ³	13.8%	15.7%	15.3%	12.2%
Adjusted ROE ^{3,4}	14.1%	15.7%	15.6%	12.2%
ROTCE ^{3,4}	18.6%	17.8%	19.8%	13.9%
Adjusted ROTCE ^{3,4}	19.0%	17.8%	20.1%	13.9%
Pre-tax margin ^{1,5}	31%	32%	33%	28%
Effective tax rate	23.1%	25.7%	22.5%	22.8%
Pre-tax margin by segment⁵				
Institutional Securities ¹	35%	37%	37%	29%
Wealth Management ¹	27%	24%	27%	25%
Wealth Management, adjusted ^{1,4}	28%	24%	28%	25%
Investment Management	25%	24%	27%	23%
Investment Management, adjusted ⁴	27%	24%	28%	23%

in millions, except per share and employee data	At June 30, 2021	At December 31, 2020
Liquidity resources ⁶	\$343,776	\$338,623
Loans ⁷	\$166,059	\$150,597
Total assets	\$1,161,805	\$1,115,862
Deposits	\$320,358	\$310,782
Borrowings	\$224,142	\$217,079
Common shares outstanding	1,834	1,810
Common shareholders' equity	\$99,120	\$92,531
Tangible common shareholders' equity ⁴	\$73,593	\$75,916
Book value per common share ⁸	\$54.04	\$51.13
Tangible book value per common share ^{4,8}	\$40.12	\$41.95
Worldwide employees ⁹ (in thousands)	72	68
Capital Ratios¹⁰		
Common Equity Tier 1 capital—Standardized	16.6%	17.4%
Tier 1 capital—Standardized	18.3%	19.4%
Common Equity Tier 1 capital—Advanced	17.7%	17.7%
Tier 1 capital—Advanced	19.5%	19.8%
Tier 1 leverage	7.5%	8.4%
SLR ¹¹	5.9%	7.4%

1. Certain prior period amounts have been reclassified to conform to the current presentation. See "Business Segments" herein and Note 1 to the financial statements for more information.
2. The expense efficiency ratio represents total non-interest expenses as a percentage of net revenues.
3. ROE and ROTCE represent earnings applicable to Morgan Stanley common shareholders as a percentage of average common equity and average tangible common equity, respectively.
4. Represents a non-GAAP financial measure. See "Selected Non-GAAP Financial Information" herein.
5. Pre-tax margin represents income before income taxes as a percentage of net revenues.
6. For a discussion of Liquidity resources, see "Liquidity and Capital Resources—Liquidity Risk Management Framework—Liquidity Resources" herein.
7. Amounts include loans held for investment, net of ACL, and loans held for sale but exclude loans at fair value, which are included in Trading assets in the balance sheets (see Note 10 to the financial statements).
8. Book value per common share and tangible book value per common share equal common shareholders' equity and tangible common shareholders' equity, respectively, divided by common shares outstanding.
9. As of June 30, 2021, the number of employees includes Eaton Vance.
10. For a discussion of our capital ratios, see "Liquidity and Capital Resources—Regulatory Requirements" herein.
11. At December 31, 2020, our SLR reflects the impact of a Federal Reserve interim final rule that was in effect until March 31, 2021. For further information, see "Liquidity and Capital Resources—Regulatory Requirements—Regulatory Developments and Other Matters" herein.

Management's Discussion and Analysis

Coronavirus Disease ("COVID-19") Pandemic

Since its onset, the COVID-19 pandemic has had a significant impact on global economic conditions and the environment in which we operate our businesses and it may continue to do so in the future. Though many of our employees have been working from home for some time, we are preparing for our employees to return to work in our offices on a more regular basis, and an increasing number of employees are returning to our offices in certain locations. The Firm continues to be fully operational, with the majority of employees in both the Americas and globally working from home during the current quarter. Recognizing that local conditions vary for our offices around the world and that the trajectory of the virus continues to be uncertain, we may adjust our plans for employees returning to our offices as deemed necessary.

Refer to "Risk Factors" and "Forward-Looking Statements" in the 2020 Form 10-K for more information on the potential effects of the ongoing COVID-19 pandemic on our future operating results.

Selected Non-GAAP Financial Information

We prepare our financial statements using U.S. GAAP. From time to time, we may disclose certain "non-GAAP financial measures" in this document or in the course of our earnings releases, earnings and other conference calls, financial presentations, definitive proxy statement and otherwise. A "non-GAAP financial measure" excludes, or includes, amounts from the most directly comparable measure calculated and presented in accordance with U.S. GAAP. We consider the non-GAAP financial measures we disclose to be useful to us, investors, analysts and other stakeholders by providing further transparency about, or an alternate means of assessing or comparing our financial condition, operating results and capital adequacy.

These measures are not in accordance with, or a substitute for, U.S. GAAP and may be different from or inconsistent with non-GAAP financial measures used by other companies. Whenever we refer to a non-GAAP financial measure, we will also generally define it or present the most directly comparable financial measure calculated and presented in accordance with U.S. GAAP, along with a reconciliation of the differences between the U.S. GAAP financial measure and the non-GAAP financial measure.

The principal non-GAAP financial measures presented in this document are set forth in the following tables.

Reconciliations from U.S. GAAP to Non-GAAP Consolidated Financial Measures

	Three Months Ended June 30,		Six Months Ended June 30,	
<i>\$ in millions, except per share data</i>	2021	2020	2021	2020
Earnings applicable to Morgan Stanley common shareholders	\$ 3,408	\$ 3,047	\$ 7,390	\$ 4,637
Impact of adjustments:				
Integration-related expenses	90	—	165	—
Related tax benefit	(21)	—	(38)	—
Adjusted earnings applicable to Morgan Stanley common shareholders—non-GAAP ¹	\$ 3,477	\$ 3,047	\$ 7,517	\$ 4,637
Earnings per diluted common share	\$ 1.85	\$ 1.96	\$ 4.04	\$ 2.96
Impact of adjustments	0.04	—	0.07	—
Adjusted earnings per diluted common share—non-GAAP ¹	\$ 1.89	\$ 1.96	\$ 4.11	\$ 2.96
Expense efficiency ratio²	69 %	66 %	68 %	70 %
Impact of adjustments	(1)%	— %	(1)%	— %
Adjusted expense efficiency ratio—non-GAAP ^{1,2}	68 %	66 %	67 %	70 %
Wealth Management Pre-tax margin²	27 %	24 %	27 %	25 %
Impact of adjustments	1 %	— %	1 %	— %
Adjusted Wealth Management pre-tax margin—non-GAAP ^{1,2}	28 %	24 %	28 %	25 %
Investment Management Pre-tax margin	25 %	24 %	27 %	23 %
Impact of adjustments	2 %	— %	1 %	— %
Adjusted Investment Management pre-tax margin—non-GAAP ¹	27 %	24 %	28 %	23 %

<i>\$ in millions</i>	At June 30, 2021	At December 31, 2020
Tangible equity		
Common shareholders' equity	\$ 99,120	\$ 92,531
Less: Goodwill and net intangible assets	(25,527)	(16,615)
Tangible common shareholders' equity—non-GAAP	\$ 73,593	\$ 75,916

	Average Monthly Balance			
	Three Months Ended June 30,		Six Months Ended June 30,	
<i>\$ in millions</i>	2021	2020	2021	2020
Tangible equity				
Common shareholders' equity	\$ 98,824	\$ 77,598	\$ 96,309	\$ 75,992
Less: Goodwill and net intangible assets	(25,611)	(9,268)	(21,738)	(9,246)
Tangible common shareholders' equity—non-GAAP	\$ 73,213	\$ 68,330	\$ 74,571	\$ 66,746

	Three Months Ended June 30,		Six Months Ended June 30,	
<i>\$ in billions</i>	2021	2020	2021	2020
Average common equity				
Unadjusted—GAAP	\$ 98.8	\$ 77.6	\$ 96.3	\$ 76.0
Adjusted ¹ —Non-GAAP	98.8	77.6	96.4	76.0
ROE³				
Unadjusted—GAAP	13.8 %	15.7 %	15.3 %	12.2 %
Adjusted ¹ —Non-GAAP	14.1 %	15.7 %	15.6 %	12.2 %
Average tangible common equity—Non-GAAP				
Unadjusted	\$ 73.2	\$ 68.3	\$ 74.6	\$ 66.7
Adjusted ¹	73.2	68.3	74.6	66.7
ROTCE³—Non-GAAP				
Unadjusted	18.6 %	17.8 %	19.8 %	13.9 %
Adjusted ¹	19.0 %	17.8 %	20.1 %	13.9 %

Non-GAAP Financial Measures by Business Segment

<i>\$ in billions</i>	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Average common equity⁴				
Institutional Securities	\$ 43.5	\$ 42.8	\$ 43.5	\$ 42.8
Wealth Management	28.6	18.2	28.6	18.2
Investment Management	10.7	2.6	7.1	2.6
ROE⁵				
Institutional Securities	17 %	19 %	20 %	13 %
Wealth Management	17 %	18 %	17 %	18 %
Investment Management	13 %	23 %	17 %	18 %
Average tangible common equity⁴				
Institutional Securities	\$ 42.9	\$ 42.3	\$ 42.9	\$ 42.3
Wealth Management	13.4	10.4	13.4	10.4
Investment Management	1.0	1.7	1.0	1.7
ROTCE⁵				
Institutional Securities	17 %	20 %	20 %	13 %
Wealth Management	37 %	32 %	36 %	32 %
Investment Management	172 %	36 %	117 %	27 %

- Adjusted amounts exclude the effect of costs related to the integrations of E*TRADE and Eaton Vance, net of tax as appropriate. The pre-tax adjustments in the current quarter were as follows: Wealth Management—Compensation expenses of \$9 million and Non-compensation expenses of \$51 million; Investment Management—Compensation expenses of \$16 million and Non-compensation expenses of \$14 million. The pre-tax adjustments in the current year period were as follows: Wealth Management—Compensation expenses of \$39 million and Non-compensation expenses of \$85 million; Investment Management—Compensation expenses of \$19 million and Non-compensation expenses of \$22 million.
- Certain prior period amounts have been reclassified to conform to the current presentation. See "Business Segments" herein and Note 1 to the financial statements for more information.
- ROE and ROTCE represent earnings applicable to Morgan Stanley common shareholders as a percentage of average common equity and average tangible common equity, respectively. When excluding integration-related costs, both the numerator and average denominator are adjusted.
- Average common equity and average tangible common equity for each business segment is determined using our Required Capital framework (see "Liquidity and Capital Resources—Regulatory Requirements—Attribution of Average Common Equity According to the Required Capital Framework" herein). The sums of the segments' Average common equity and Average tangible common equity do not equal the Consolidated measures due to Parent equity.
- The calculation of ROE and ROTCE by segment uses net income applicable to Morgan Stanley by segment less preferred dividends allocated to each segment as a percentage of average common equity and average tangible common equity, respectively, allocated to each segment.

Return on Tangible Common Equity Target

In January 2021, we established a 2-year ROTCE Target of 14% to 16%, excluding integration-related expenses.

Our ROTCE Target is a forward-looking statement that was based on a normal market environment and may be materially affected by many factors, including, among other things: macroeconomic and market conditions, which may be impacted by the future course of COVID-19; legislative, accounting, tax and regulatory developments; industry trading and investment banking volumes; equity market levels; interest rate environment; outsized legal expenses or penalties; the ability to control expenses; capital levels; and mergers and acquisitions.

See "Risk Factors" in the 2020 Form 10-K for further information on market and economic conditions and their potential effects on our future operating results.

For further information on non-GAAP measures (ROTCE excluding integration-related expenses), see "Selected Non-GAAP Financial Information" herein.

Business Segments

Substantially all of our operating revenues and operating expenses are directly attributable to our business segments. Certain revenues and expenses have been allocated to each business segment, generally in proportion to its respective net revenues, non-interest expenses or other relevant measures. See Note 20 to the financial statements for segment net revenues by income statement line item and information on intersegment transactions.

For an overview of the components of our business segments, net revenues, compensation expense and income taxes, see "Management's Discussion and Analysis of Financial Condition and Results of Operations—Business Segments" in the 2020 Form 10-K.

As part of our effort to continually improve the transparency and comparability of our external financial reporting, several updates to our financial presentation were implemented in the first quarter of 2021. Prior period amounts have been reclassified to conform to the current presentation.

Provision for credit losses

The Provision for credit losses for loans and lending commitments is presented as a separate line in the income statements. Previously, the provision for credit losses for loans was included in Other revenues and the provision for credit losses for lending commitments was included in Other expense.

Other revenues

Gains and losses on economic derivative hedges associated with certain held-for-sale and held-for-investment corporate loans, which were previously reported in Trading revenues, are reported within Other revenues in the income statements. This presentation better aligns with the recognition of mark-to-market gains and losses on held-for-sale loans which continue to be reported in Other revenues.

Institutional Securities

Equity—Financing, Equity—Execution services and Fixed income include certain Investments and Other revenues to the extent directly attributable to those businesses. The remaining Investments and Other revenues not included in those businesses' results are reported in Other. Other also includes revenues previously reported as Other Sales and Trading.

Investment Management

We have renamed the previously disclosed revenue line Asset management to Asset management and related fees and have combined the remaining revenue lines into a new category named Performance-based income and other.

Institutional Securities
Income Statement Information

\$ in millions	Three Months Ended June 30,		
	2021	2020	% Change
Revenues			
Advisory	\$ 664	\$ 462	44 %
Equity	1,072	882	22 %
Fixed income	640	707	(9)%
Total Underwriting	1,712	1,589	8 %
Total Investment banking	2,376	2,051	16 %
Equity ¹	2,827	2,627	8 %
Fixed income ¹	1,682	3,041	(45)%
Other ¹	207	480	(57)%
Net revenues	\$ 7,092	\$ 8,199	(14)%
Provision for credit losses¹	70	217	(68)%
Compensation and benefits	2,433	2,952	(18)%
Non-compensation expenses ¹	2,091	2,037	3 %
Total non-interest expenses¹	4,524	4,989	(9)%
Income before provision for income taxes	2,498	2,993	(17)%
Provision for income taxes	574	790	(27)%
Net income	1,924	2,203	(13)%
Net income applicable to noncontrolling interests	20	17	18 %
Net income applicable to Morgan Stanley	\$ 1,904	\$ 2,186	(13)%

\$ in millions	Six Months Ended June 30,		
	2021	2020	% Change
Revenues			
Advisory	\$ 1,144	\$ 824	39 %
Equity	2,574	1,218	111 %
Fixed income	1,271	1,153	10 %
Total Underwriting	3,845	2,371	62 %
Total Investment banking	4,989	3,195	56 %
Equity ¹	5,702	5,076	12 %
Fixed income ¹	4,648	5,103	(9)%
Other ¹	330	3	N/M
Net revenues¹	\$ 15,669	\$ 13,377	17 %
Provision for credit losses¹	(23)	605	(104)%
Compensation and benefits	5,547	4,766	16 %
Non-compensation expenses ¹	4,276	4,063	5 %
Total non-interest expenses¹	9,823	8,829	11 %
Income before provision for income taxes	5,869	3,943	49 %
Provision for income taxes	1,310	941	39 %
Net income	4,559	3,002	52 %
Net income applicable to noncontrolling interests	54	59	(8)%
Net income applicable to Morgan Stanley	\$ 4,505	\$ 2,943	53 %

1. Certain prior period amounts have been reclassified to conform to the current presentation. See "Business Segments" herein and Note 1 to the financial statements for additional information.

Investment Banking
Investment Banking Volumes

\$ in billions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Completed mergers and acquisitions ¹	\$ 141	\$ 433	\$ 370	\$ 552
Equity and equity-related offerings ^{2,3}	31	36	68	49
Fixed income offerings ^{2,4}	100	121	204	214

Source: Refinitiv data as of July 1, 2021. Transaction volumes may not be indicative of net revenues in a given period. In addition, transaction volumes for prior periods may vary from amounts previously reported due to the subsequent withdrawal, change in value or change in timing of certain transactions.

1. Includes transactions of \$100 million or more. Based on full credit to each of the advisors in a transaction.
2. Based on full credit for single book managers and equal credit for joint book managers.
3. Includes Rule 144A issuances and registered public offerings of common stock, convertible securities and rights offerings.
4. Includes Rule 144A and publicly registered issuances, non-convertible preferred stock, mortgage-backed and asset-backed securities, and taxable municipal debt. Excludes leveraged loans and self-led issuances.

Investment Banking Revenues

Revenues of \$2,376 million in the current quarter increased 16% compared with the prior year quarter, primarily reflecting an increase in advisory and equity underwriting revenues.

- Advisory revenues increased primarily due to an increase in the number of completed transactions.
- Equity underwriting revenues increased primarily in initial public offerings on higher volumes, partially offset by lower revenues from convertible issuances and follow-on offerings.
- Fixed income underwriting revenues decreased primarily due to lower investment grade and non-investment grade bond issuances, partially offset by increases in non-investment grade loans and securitized products.

Revenues of \$4,989 million in the current year period increased 56% compared with the prior year period, primarily reflecting an increase in equity underwriting revenues.

- Advisory revenues increased primarily due to an increase in the number of completed transactions.
- Equity underwriting revenues increased on higher volumes, primarily in initial public offerings and secondary block share trades.
- Fixed income underwriting revenues increased primarily due to increased non-investment grade loan and securitized products activity, partially offset by a decrease in investment grade bond issuances.

See "Investment Banking Volumes" herein.

Management's Discussion and Analysis

Equity, Fixed Income and Other Net Revenues

Equity and Fixed Income Net Revenues

\$ in millions	Three Months Ended June 30, 2021				
	Trading	Fees ¹	Net Interest ²	All Other ³	Total
Financing	\$ 1,138	\$ 121	\$ 117	\$ 3	\$ 1,379
Execution services	818	636	(45)	39	1,448
Total Equity	\$ 1,956	\$ 757	\$ 72	\$ 42	\$ 2,827
Total Fixed Income	\$ 1,148	\$ 72	\$ 417	\$ 45	\$ 1,682

\$ in millions	Three Months Ended June 30, 2020 ⁴				
	Trading	Fees ¹	Net Interest ²	All Other ³	Total
Financing	\$ 884	\$ 115	\$ 94	\$ 1	\$ 1,094
Execution services	948	651	(73)	7	1,533
Total Equity	\$ 1,832	\$ 766	\$ 21	\$ 8	\$ 2,627
Total Fixed Income	\$ 2,468	\$ 67	\$ 504	\$ 2	\$ 3,041

\$ in millions	Six Months Ended June 30, 2021				
	Trading	Fees ¹	Net Interest ²	All Other ³	Total
Financing	\$ 1,783	\$ 251	\$ 299	\$ 6	\$ 2,339
Execution services	1,932	1,436	(107)	102	3,363
Total Equity	\$ 3,715	\$ 1,687	\$ 192	\$ 108	\$ 5,702
Total Fixed Income	\$ 3,461	\$ 153	\$ 856	\$ 178	\$ 4,648

\$ in millions	Six Months Ended June 30, 2020 ⁴				
	Trading	Fees ¹	Net Interest ²	All Other ³	Total
Financing	\$ 1,919	\$ 217	\$ 57	\$ 4	\$ 2,197
Execution services	1,527	1,434	(113)	31	2,879
Total Equity	\$ 3,446	\$ 1,651	\$ (56)	\$ 35	\$ 5,076
Total Fixed Income	\$ 4,241	\$ 169	\$ 832	\$ (139)	\$ 5,103

1. Includes Commissions and fees and Asset management revenues.
2. Includes funding costs, which are allocated to the businesses based on funding usage.
3. Includes Investments and Other revenues.
4. Certain prior period amounts have been reclassified to conform to the current period presentation. See "Business Segments" herein and Note 1 to the financial statements for additional information.

Equity, Fixed Income and Other Net Revenues—Current Quarter

Equity

Net revenues of \$2,827 million in the current quarter increased 8% compared with the prior year quarter, reflecting an increase in financing revenues partially offset by execution services.

- Financing revenues increased, primarily driven by higher average client balances and higher client activity.
- Execution services revenues decreased, primarily due to the impact of market conditions on inventory held to facilitate client activity in derivatives and cash equities, partially offset by higher client activity in derivatives.

Fixed Income

Net revenues of \$1,682 million in the current quarter decreased 45% compared with the prior year quarter reflecting lower results across products.

- Global macro products revenues decreased in rates and foreign exchange products primarily due to the effect of tighter bid-offer spreads and lower market volatility compared with the prior year quarter.
- Credit products revenues decreased primarily due to the impact of market conditions on inventory held to facilitate client activity in securitized products compared to particularly strong results in the prior year quarter, as well as the effect of tighter bid-offer spreads and lower client activity in corporate credit products.
- Commodities products and other fixed income revenues decreased, primarily driven by the impact of market conditions on inventory held to facilitate client activity.

Other Net Revenues

Net revenues of \$207 million in the current quarter decreased 57% compared with the prior year quarter primarily due to losses, net of related economic hedges, on corporate loans held for sale compared with gains in the prior year quarter.

Net Interest

Net interest revenues of \$610 million in the current quarter are included within Equity, Fixed Income, and Other, and increased 7% compared with the prior year quarter primarily driven by lower net costs associated with maintaining liquidity as well as higher revenues from secured lending facilities.

Equity, Fixed Income and Other Net Revenues—Current Year Period

Equity

Net revenues of \$5,702 million in the current year period increased 12% compared with the prior year period, primarily reflecting an increase in execution services.

- Financing revenues increased, primarily driven by higher average client balances and higher client activity, partially offset by a credit loss related to a single client in the first quarter of 2021.
- Execution services revenues increased, primarily due to higher client activity and the impact of market conditions on inventory held to facilitate client activity in derivatives, partially offset by trading losses related to the aforementioned credit event.

Fixed Income

Net revenues of \$4,648 million in the current year period decreased 9% compared with the prior year period, primarily driven by global macro products, partially offset by credit products.

- Global macro products revenues decreased in rates and foreign exchange products, primarily due to the effect of tighter bid-offer spreads and lower market volatility compared with the prior year period, partially offset by the impact of market conditions on inventory held to facilitate client activity.
- Credit products revenues increased, primarily due to the impact of market conditions on inventory held to facilitate client activity across all credit products, partially offset by the effect of tighter bid-offer spreads and lower client activity in corporate credit products compared with the prior year period.
- Commodities products and other fixed income revenues decreased, primarily driven by the impact of market conditions on inventory held to facilitate client activity and lower client activity in Commodities, partially offset by higher counterparty credit risk management results.

Other Net Revenues

Net revenues of \$330 million in the current year period increased from the prior year period primarily due to gains from investments associated with certain employee deferred compensation plans compared with losses in the prior year period and lower mark-to-market losses on corporate loans held for sale, net of related economic hedges.

Net Interest

Net interest revenues of \$1,248 million in the current year period are included within Equity, Fixed Income, and Other, and increased 21% compared with the prior year period primarily driven by lower net costs associated with maintaining liquidity as well as higher revenues in secured lending facilities and corporate lending.

Provision for Credit Losses

In the current quarter, the Provision for credit losses on loans and lending commitments was \$70 million, primarily driven by one secured lending facility. The Provision for credit losses on loans and lending commitments of \$217 million in the prior year quarter was primarily driven by deterioration in the expected macroeconomic environment at that time.

In the current year period, the Provision for credit losses on loans and lending commitments was a net release of \$23 million, primarily as a result of improvements in the outlook for macroeconomic conditions and the impact of paydowns on corporate loans, including by lower-rated borrowers, partially offset by the provision for one secured lending facility in the current quarter. The Provision for credit losses

on loans and lending commitments of \$605 million in the prior year period was primarily driven by deterioration in the expected macroeconomic environment at that time.

For further information on the Provision for credit losses, see "Credit Risk" herein.

Non-interest Expenses

Non-interest expenses of \$4,524 million in the current quarter decreased 9% compared with the prior year quarter, primarily reflecting an 18% decrease in Compensation and benefits expenses.

- Compensation and benefits expenses decreased in the current quarter, primarily due to a decrease in discretionary incentive compensation driven by lower revenues.
- Non-compensation expenses increased in the current quarter, primarily due to investments in technology, professional services and volume-related expenses, partially offset by a decrease in litigation expenses.

Non-interest expenses of \$9,823 million in the current year period increased 11% compared with the prior year period, primarily reflecting a 16% increase in Compensation and benefits expenses.

- Compensation and benefits expenses increased in the current year period, primarily due to higher expenses related to certain deferred compensation plans linked to the Firm's share price and investment performance, and an increase in discretionary incentive compensation driven by higher revenues.
- Non-compensation expenses increased in the current year period, primarily due to investments in technology, volume-related expenses and professional services, partially offset by a decrease in litigation expenses.

Income Tax Items

The effective tax rate of 23.0% is lower in the current quarter compared with the prior year quarter primarily due to the remeasurement of reserves and interest related to a foreign tax matter in the prior year quarter.

Management's Discussion and Analysis

Wealth Management

Income Statement Information

\$ in millions	Three Months Ended June 30,		% Change
	2021	2020	
Revenues			
Asset management	\$ 3,447	\$ 2,507	37 %
Transactional ¹	1,172	1,075	9 %
Net interest	1,255	1,030	22 %
Other ^{1,2}	221	92	140 %
Net revenues	6,095	4,704	30 %
Provision for credit losses²	3	22	(86)%
Compensation and benefits	3,275	2,729	20 %
Non-compensation expenses	1,181	811	46 %
Total non-interest expenses	4,456	3,540	26 %
Income before provision for income taxes	\$ 1,636	\$ 1,142	43 %
Provision for income taxes	372	289	29 %
Net income applicable to Morgan Stanley	\$ 1,264	\$ 853	48 %

\$ in millions	Six Months Ended June 30,		% Change
	2021	2020	
Revenues			
Asset management	\$ 6,638	\$ 5,187	28 %
Transactional ¹	2,400	1,474	63 %
Net interest	2,640	1,926	37 %
Other ^{1,2}	376	173	117 %
Net revenues	12,054	8,760	38 %
Provision for credit losses²	(2)	41	(105)%
Compensation and benefits	6,445	4,941	30 %
Non-compensation expenses	2,375	1,581	50 %
Total non-interest expenses	8,820	6,522	35 %
Income before provision for income taxes	\$ 3,236	\$ 2,197	47 %
Provision for income taxes	730	480	52 %
Net income applicable to Morgan Stanley	\$ 2,506	\$ 1,717	46 %

1. Transactional includes Investment banking, Trading, and Commissions and fees revenues. Other includes Investments and Other revenues.

2. Certain prior period amounts have been reclassified to conform to the current presentation. See "Business Segments" herein and Note 1 to the financial statements for additional information.

Acquisition of E*TRADE

The comparisons of current year results to prior periods are impacted by the acquisition of E*TRADE in the fourth quarter of 2020. For additional information on the acquisition of E*TRADE, see Note 3 to the financial statements in the Form 2020 10-K.

Wealth Management Metrics

\$ in billions	At June 30, 2021	At December 31, 2020
Total client assets	\$ 4,546	\$ 3,999
U.S. Bank Subsidiary loans	\$ 115	\$ 98
Margin and other lending ¹	\$ 27	\$ 23
Deposits ²	\$ 319	\$ 306
Weighted average cost of deposits ³	0.16%	0.24%

	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Net new assets ⁴	\$ 71.2	\$ 20.4	\$ 176.1	\$ 57.5

- Margin and other lending represents margin lending arrangements, which allow customers to borrow against the value of qualifying securities and other lending which includes non-purpose securities-based lending on non-bank entities.
- Deposits are sourced from Wealth Management clients and other sources of funding on the U.S. Bank Subsidiaries. Deposits include sweep deposit programs, savings and other, and time deposits. Excludes approximately \$8 billion and \$25 billion of off-balance sheet deposits as of June 30, 2021 and December 31, 2020, respectively.
- Weighted average cost of deposits represents the annualized weighted average.
- Net new assets represent client inflows, including dividends and interest, less client outflows, and exclude activity from business combinations/divestitures and the impact of fees and commissions.

Advisor-led channel

\$ in billions	At June 30, 2021	At December 31, 2020
Advisor-led client assets ¹	\$ 3,553	\$ 3,167
Fee-based client assets ²	\$ 1,680	\$ 1,472
Fee-based client assets as a percentage of advisor-led client assets	47%	46%

	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Fee-based asset flows ³	\$ 33.7	\$ 11.1	\$ 70.9	\$ 29.5

- Advisor-led client assets represent client assets in accounts that have a Wealth Management representative assigned.
- Fee-based client assets represent the amount of assets in client accounts where the basis of payment for services is a fee calculated on those assets.
- Fee-based asset flows include net new fee-based assets, net account transfers, dividends, interest and client fees, and exclude institutional cash management related activity. For a description of the Inflows and Outflows included in Fee-based asset flows, see Fee-based client assets in the 2020 Form 10-K.

Self-directed channel

\$ in billions	At June 30, 2021	At December 31, 2020
Self-directed assets ¹	\$ 993	\$ 832
Self-directed households (in millions) ²	7.4	6.7

	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Daily average revenue trades ("DARTs") (in thousands) ³	1,042	6	1,324	6

- Self-directed assets represent active accounts which are not advisor led. Active accounts are defined as having at least \$25 in assets.
- Self-directed households represent the total number of households that include at least one account with self-directed assets. Individual households or participants that are engaged in one or more of our Wealth Management channels will be included in each of the respective channel counts.
- DARTs represent the total self-directed trades in a period divided by the number of trading days during that period.

Management's Discussion and Analysis

Workplace channel¹

<i>\$ in billions</i>	At June 30, 2021	At December 31, 2020
Workplace unvested assets ²	\$ 480	\$ 435
Number of participants (in millions) ³	5.2	4.9

1. The workplace channel includes equity compensation solutions for companies, their executives and employees.
2. Workplace unvested assets represent the market value of public company securities at the end of the period.
3. Workplace participants represent total accounts with vested and/or unvested assets in the workplace channel. Individuals with accounts in multiple plans are counted as participants in each plan.

Net Revenues

Asset Management

Asset management revenues of \$3,447 million in the current quarter and \$6,638 million in the current year period increased 37% and 28% from the prior year quarter and the prior year period, respectively, primarily due to higher fee-based asset levels in the current year periods as a result of market appreciation and positive fee-based flows.

See “Fee-Based Client Assets—Rollforwards” herein.

Transactional Revenues

Transactional revenues of \$1,172 million in the current quarter increased 9% compared with the prior year quarter, primarily due to incremental revenues as a result of the E*TRADE acquisition and higher revenues from structured product and closed-end fund issuances, partially offset by lower gains from investments associated with certain employee deferred compensation plans.

In the current year period, Transactional revenues increased 63% to \$2,400 million compared with the prior year period, primarily due to incremental revenues as a result of the E*TRADE acquisition, gains from investments associated with certain employee deferred compensation plans, and higher revenues from structured product and closed-end fund issuances.

Net Interest

Net interest of \$1,255 million increased 22% compared with the prior year quarter, primarily due to incremental net interest as a result of the E*TRADE acquisition and continued growth in bank lending, partially offset by the net effect of lower interest rates and an increase in prepayment amortization related to mortgage-backed securities.

In the current year period, Net interest increased 37% to \$2,640 million compared with the prior year period, primarily due to incremental net interest as a result of the E*TRADE acquisition, continued growth in bank lending, and a decrease in prepayment amortization related to mortgage-backed securities. These increases were partially offset by the net effect of lower interest rates.

Other

Other revenues of \$221 million in the current quarter and \$376 million in the current year period increased 140% and 117% from the prior year quarter and the prior year period, respectively, primarily due to incremental revenues as a result of the E*TRADE acquisition and higher realized gains from the AFS securities portfolio.

Non-interest Expenses

Non-interest expenses of \$4,456 million in the current quarter increased 26% compared with the prior year quarter, as a result of both higher Compensation and benefits expenses and Non-compensation expenses.

- Compensation and benefits expenses increased primarily due to an increase in the formulaic payout to Wealth Management representatives driven by higher compensable revenues and incremental compensation as a result of the E*TRADE acquisition, partially offset by lower expenses related to certain deferred compensation plans linked to investment performance.
- Non-compensation expenses increased primarily due to incremental expenses as a result of the E*TRADE acquisition.

In the current year period, Non-interest expenses increased 35% to \$8,820 million compared with the prior year period, as a result of both higher Compensation and benefits expenses and Non-compensation expenses.

- Compensation and benefits expenses increased primarily due to an increase in the formulaic payout to Wealth Management representatives driven by higher compensable revenues, incremental compensation as a result of the E*TRADE acquisition, and higher expenses related to certain deferred compensation plans linked to investment performance.
- Non-compensation expenses increased primarily due to incremental expenses as a result of the E*TRADE acquisition.

Management's Discussion and Analysis

Fee-Based Client Assets Rollforwards

<i>\$ in billions</i>	At March 31, 2021	Inflows	Outflows	Market Impact	At June 30, 2021
Separately managed ¹	\$ 385	\$ 13	\$ (4)	\$ 13	\$ 407
Unified managed	405	25	(14)	20	436
Advisor	188	10	(8)	11	201
Portfolio manager	549	29	(17)	29	590
Subtotal	\$ 1,527	\$ 77	\$ (43)	\$ 73	\$ 1,634
Cash management	47	8	(9)	—	46
Total fee-based client assets	\$ 1,574	\$ 85	\$ (52)	\$ 73	\$ 1,680

<i>\$ in billions</i>	At March 31, 2020	Inflows	Outflows	Market Impact	At June 30, 2020
Separately managed ¹	\$ 329	\$ 7	\$ (4)	\$ (19)	\$ 313
Unified managed	263	13	(10)	39	305
Advisor	131	8	(8)	18	149
Portfolio manager	379	20	(15)	47	431
Subtotal	\$ 1,102	\$ 48	\$ (37)	\$ 85	\$ 1,198
Cash management	32	10	(4)	—	38
Total fee-based client assets	\$ 1,134	\$ 58	\$ (41)	\$ 85	\$ 1,236

<i>\$ in billions</i>	At December 31, 2020	Inflows	Outflows	Market Impact	At June 30, 2021
Separately managed ¹	\$ 359	\$ 26	\$ (11)	\$ 33	\$ 407
Unified managed	379	51	(27)	33	436
Advisor	177	22	(17)	19	201
Portfolio manager	509	59	(32)	54	590
Subtotal	\$ 1,424	\$ 158	\$ (87)	\$ 139	\$ 1,634
Cash management	48	15	(17)	—	46
Total fee-based client assets	\$ 1,472	\$ 173	\$ (104)	\$ 139	\$ 1,680

<i>\$ in billions</i>	At December 31, 2019	Inflows	Outflows	Market Impact	At June 30, 2020
Separately managed ¹	\$ 322	\$ 19	\$ (10)	\$ (18)	\$ 313
Unified managed	313	29	(22)	(15)	305
Advisor	155	16	(15)	(7)	149
Portfolio manager	435	44	(31)	(17)	431
Subtotal	\$ 1,225	\$ 108	\$ (78)	\$ (57)	\$ 1,198
Cash management	42	9	(13)	—	38
Total fee-based client assets	\$ 1,267	\$ 117	\$ (91)	\$ (57)	\$ 1,236

1. Includes non-custody account values reflecting prior quarter-end balances due to a lag in the reporting of asset values by third-party custodians.

Average Fee Rates

<i>Fee rate in bps</i>	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Separately managed	14	14	14	14
Unified managed	95	99	96	99
Advisor	82	86	82	85
Portfolio manager	93	94	93	94
Subtotal	72	72	73	72
Cash management	5	6	5	5
Total fee-based client assets	71	70	71	70

For a description of fee-based client assets and rollforward items in the previous tables, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Business Segments—Wealth Management Fee-Based Client Assets” in the 2020 Form 10-K.

Investment Management
Income Statement Information

\$ in millions	Three Months Ended June 30,		
	2021	2020	% Change
Revenues			
Asset management and related fees	\$ 1,418	\$ 684	107 %
Performance-based income and other ¹	284	202	41 %
Net revenues	1,702	886	92 %
Compensation and benefits	715	354	102 %
Non-compensation expenses	557	316	76 %
Total non-interest expenses	1,272	670	90 %
Income before provision for income taxes	430	216	99 %
Provision for income taxes	108	39	177 %
Net income	322	177	82 %
Net income (loss) applicable to noncontrolling interests	(19)	23	(183)%
Net income applicable to Morgan Stanley	\$ 341	\$ 154	121 %

\$ in millions	Six Months Ended June 30,		
	2021	2020	% Change
Revenues			
Asset management and related fees	\$ 2,521	\$ 1,349	87 %
Performance-based income and other ¹	495	229	116 %
Net revenues	3,016	1,578	91 %
Compensation and benefits	1,229	611	101 %
Non-compensation expenses	987	608	62 %
Total non-interest expenses	2,216	1,219	82 %
Income before provision for income taxes	800	359	123 %
Provision for income taxes	189	64	195 %
Net income	611	295	107 %
Net income (loss) applicable to noncontrolling interests	(5)	63	(108)%
Net income applicable to Morgan Stanley	\$ 616	\$ 232	166 %

1. Includes Investments, Trading, Commissions and fees, Net interest, and Other revenues.

Acquisition of Eaton Vance

The comparisons of current year results to prior periods are impacted by the acquisition of Eaton Vance in the first quarter of 2021. For additional information on the acquisition of Eaton Vance, see Note 3 to the financial statements.

Net Revenues
Asset Management and related fees

Asset management and related fees of \$1,418 million in the current quarter and \$2,521 million in the current year period increased 107% and 87% from the prior year quarter and prior year period, respectively, primarily due to incremental revenues as a result of the Eaton Vance acquisition, and higher average AUM driven by strong investment performance and positive net flows.

See "Assets Under Management or Supervision" herein.

Performance-based income and other

Performance-based income and other revenues of \$284 million in the current quarter and \$495 million in the current year period increased 41% and 116% from the prior year quarter and prior year period, respectively, primarily due to higher accrued carried interest across strategies, partially offset by the reversal of accrued carried interest and investment losses in an Asia private equity fund.

Non-interest Expenses

Non-interest expenses of \$1,272 million in the current quarter increased 90% from the prior year quarter and Non-interest expenses of \$2,216 million in the current year period increased 82% from the prior year period, both as a result of higher Compensation and benefits expenses and Non-compensation expenses.

- Compensation and benefits expenses increased primarily due to incremental compensation as a result of the Eaton Vance acquisition, higher compensation associated with carried interest, and an increase in discretionary incentive compensation driven by higher asset management revenues.
- Non-compensation expenses increased primarily due to incremental expenses as a result of the Eaton Vance acquisition and higher fee sharing paid to intermediaries on higher average AUM.

Management's Discussion and Analysis

Assets Under Management or Supervision

Rollforwards

<i>\$ in billions</i>	Equity	Fixed income	Alternatives and Solutions	Long-term AUM Subtotal	Liquidity and Overlay Services	Total
March 31, 2021	\$ 371	\$ 201	\$ 418	\$ 990	\$ 429	\$1,419
Inflows	24	19	29	72	454	526
Outflows	(21)	(15)	(20)	(56)	(419)	(475)
Market Impact	31	3	19	53	4	57
Other	(1)	(1)	(1)	(3)	—	(3)
June 30, 2021	\$ 404	\$ 207	\$ 445	\$ 1,056	\$ 468	\$1,524

<i>\$ in billions</i>	Equity	Fixed income	Alternatives and Solutions	Long-term AUM Subtotal	Liquidity and Overlay Services	Total
March 31, 2020	\$ 121	\$ 75	\$ 141	\$ 337	\$ 247	\$ 584
Inflows	18	11	7	36	409	445
Outflows	(9)	(6)	(4)	(19)	(388)	(407)
Market Impact	37	4	2	43	—	43
Other	1	—	(1)	—	—	—
June 30, 2020	\$ 168	\$ 84	\$ 145	\$ 397	\$ 268	\$ 665

<i>\$ in billions</i>	Equity	Fixed income	Alternatives and Solutions	Long-term AUM Subtotal	Liquidity and Overlay Services	Total
December 31, 2020	\$ 242	\$ 98	\$ 153	\$ 493	\$ 288	\$ 781
Inflows	55	32	44	131	913	1,044
Outflows	(44)	(24)	(30)	(98)	(852)	(950)
Market Impact	35	1	29	65	4	69
Acquired ¹	119	103	251	473	116	589
Other	(3)	(3)	(2)	(8)	(1)	(9)
June 30, 2021	\$ 404	\$ 207	\$ 445	\$ 1,056	\$ 468	\$1,524

1. Related to the Eaton Vance acquisition.

<i>\$ in billions</i>	Equity	Fixed income	Alternatives and Solutions	Long-term AUM Subtotal	Liquidity and Overlay Services	Total
December 31, 2019	\$ 138	\$ 79	\$ 139	\$ 356	\$ 196	\$ 552
Inflows	32	21	15	68	855	923
Outflows	(21)	(15)	(8)	(44)	(783)	(827)
Market Impact	19	—	(5)	14	1	15
Other	—	(1)	4	3	(1)	2
June 30, 2020	\$ 168	\$ 84	\$ 145	\$ 397	\$ 268	\$ 665

Average AUM

<i>\$ in billions</i>	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Equity	\$ 389	\$ 146	\$ 329	\$ 142
Fixed income	205	80	159	80
Alternatives and Solutions	434	143	314	141
Long-term AUM subtotal	1028	369	802	363
Liquidity and Overlay Services	449	266	384	235
Total AUM	\$ 1,477	\$ 635	\$ 1,186	\$ 598

Average Fee Rates

<i>Fee rate in bps</i>	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Equity	72	76	77	75
Fixed income	38	29	38	30
Alternatives and Solutions	33	58	40	59
Long-term AUM	49	59	55	59
Liquidity and Overlay Services	5	16	6	16
Total AUM	35	41	39	42

While Asset management and related fees arising from the acquisition are incremental to our revenues, certain Eaton Vance products may have higher or lower average fee rates than similar products prior to the acquisition, with the overall impact yielding a lower average fee rate.

For a description of the asset classes and rollforward items in the previous tables, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Business Segments—Investment Management—Assets Under Management or Supervision” in the 2020 Form 10-K, except for the following updates to the definitions, which reflect the inclusion of certain Eaton Vance products.

- *Alternatives and Solutions*—includes products in fund of funds, real estate, infrastructure, private equity and credit strategies, multi-asset portfolios as well as custom separate account portfolios.
- *Liquidity and Overlay Services*—includes liquidity fund products as well as overlay services, which represent investment strategies that use passive exposure instruments to obtain, offset or substitute specific portfolio exposures, beyond those provided by the underlying holdings of the fund.

Supplemental Financial Information
U.S. Bank Subsidiaries

Our U.S. bank subsidiaries, Morgan Stanley Bank N.A. (“MSBNA”), Morgan Stanley Private Bank, National Association (“MSPBNA”), E*TRADE Bank (“ETB”), and E*TRADE Savings Bank (“ETSB”) (collectively, “U.S. Bank Subsidiaries”) accept deposits, provide loans to a variety of customers, including large corporate and institutional clients as well as high to ultra-high net worth individuals, and invest in securities. Lending activity recorded in the U.S. Bank Subsidiaries from the Institutional Securities business segment primarily includes Secured lending facilities and Commercial real estate loans. Lending activity recorded in the U.S. Bank Subsidiaries from the Wealth Management business segment primarily includes Securities-based lending, which allows clients to borrow money against the value of qualifying securities, and Residential real estate loans.

For a further discussion of our credit risks, see “Quantitative and Qualitative Disclosures about Risk—Credit Risk.” For a further discussion about loans and lending commitments, see Notes 10 and 14 to the financial statements.

U.S. Bank Subsidiaries’ Supplemental Financial Information¹

<i>\$ in billions</i>	At June 30, 2021	At December 31, 2020
Investment securities portfolio:		
Investment securities—AFS	\$ 73.4	\$ 90.3
Investment securities—HTM	62.8	52.6
Total investment securities	\$ 136.2	\$ 142.9
Wealth Management Loans²		
Residential real estate	\$ 38.9	\$ 35.2
Securities-based lending and Other ³	75.8	62.9
Total, net of ACL	\$ 114.7	\$ 98.1
Institutional Securities Loans²		
Corporate	\$ 5.5	\$ 7.9
Secured lending facilities	30.5	27.4
Commercial and Residential real estate	9.8	10.1
Securities-based lending and Other	7.1	5.4
Total, net of ACL	\$ 52.9	\$ 50.8
Total Assets	\$ 357.5	\$ 346.5
Deposits ⁴	\$ 318.7	\$ 309.7

1. Amounts exclude transactions between the bank subsidiaries, as well as deposits from the Parent Company and affiliates.
2. For a further discussion of loans in the Wealth Management and Institutional Securities business segments, see “Quantitative and Qualitative Disclosures about Risk—Credit Risk” herein.
3. Other loans primarily include tailored lending.
4. For further information on deposits, see “Liquidity and Capital Resources—Funding Management—Unsecured Financing” herein.

Accounting Development Updates

The Financial Accounting Standards Board has issued certain accounting updates, which we have either determined are not applicable or are not expected to have a significant impact on our financial statements.

Critical Accounting Policies

Our financial statements are prepared in accordance with U.S. GAAP, which requires us to make estimates and assumptions (see Note 1 to the financial statements). We believe that of our significant accounting policies (see Note 2 to the financial statements in the 2020 Form 10-K and Note 2 to the financial statements), the fair value, goodwill and intangible assets, legal and regulatory contingencies and income taxes policies involve a higher degree of judgment and complexity. For a further discussion about our critical accounting policies, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Critical Accounting Policies” in the 2020 Form 10-K. As discussed in Note 2 to the financial statements, our acquisition of Eaton Vance on March 1, 2021 included indefinite lived intangible assets. The initial valuation of an intangible asset, including indefinite lived intangible assets, as part of the acquisition method of accounting and the subsequent valuation of intangible assets as part of impairment assessments are subjective and based, in part, on inputs that are unobservable. These inputs include, but are not limited to, forecasted cash flows, revenue growth rates, attrition rates and discount rates.

Liquidity and Capital Resources

Senior management, with oversight by the Asset/Liability Management Committee and the Board of Directors (“Board”), establishes and maintains our liquidity and capital policies. Through various risk and control committees, senior management reviews business performance relative to these policies, monitors the availability of alternative sources of financing, and oversees the liquidity, interest rate and currency sensitivity of our asset and liability position. Our Treasury department, Firm Risk Committee, Asset/Liability Management Committee, and other committees and control groups assist in evaluating, monitoring and controlling the impact that our business activities have on our balance sheet, liquidity and capital structure. Liquidity and capital matters are reported regularly to the Board and the Risk Committee of the Board.

Balance Sheet

We monitor and evaluate the composition and size of our balance sheet on a regular basis. Our balance sheet management process includes quarterly planning, business-specific thresholds, monitoring of business-specific usage versus key performance metrics and new business impact assessments.

We establish balance sheet thresholds at the consolidated and business segment levels. We monitor balance sheet utilization and review variances resulting from business activity and market fluctuations. On a regular basis, we review current performance versus established thresholds and assess the need to re-allocate our balance sheet based on business unit needs. We also monitor key metrics, including asset and liability size and capital usage.

Total Assets by Business Segment

\$ in millions	At June 30, 2021			
	IS	WM	IM	Total
Assets				
Cash and cash equivalents	\$ 88,778	\$ 37,124	\$ 578	\$ 126,480
Trading assets at fair value	314,961	1,180	5,004	321,145
Investment securities	40,310	135,032	—	175,342
Securities purchased under agreements to resell	79,414	16,516	—	95,930
Securities borrowed	125,358	1,345	—	126,703
Customer and other receivables	66,965	32,714	1,242	100,921
Loans ¹	51,329	114,708	22	166,059
Other assets ²	15,142	22,517	11,566	49,225
Total assets	\$ 782,257	\$ 361,136	\$ 18,412	\$ 1,161,805

\$ in millions	At December 31, 2020			
	IS	WM	IM	Total
Assets				
Cash and cash equivalents	\$ 74,281	\$ 31,275	\$ 98	\$ 105,654
Trading assets at fair value	308,413	280	4,045	312,738
Investment securities	41,630	140,524	—	182,154
Securities purchased under agreements to resell	84,998	31,236	—	116,234
Securities borrowed	110,480	1,911	—	112,391
Customer and other receivables	67,085	29,781	871	97,737
Loans ¹	52,449	98,130	18	150,597
Other assets ²	13,986	22,458	1,913	38,357
Total assets	\$ 753,322	\$ 355,595	\$ 6,945	\$ 1,115,862

1. Amounts include loans held for investment, net of ACL, and loans held for sale but exclude loans at fair value, which are included in Trading assets in the balance sheets (see Note 10 to the financial statements).

2. Other assets primarily includes Goodwill and Intangible assets, premises, equipment and software, ROU assets related to leases, other investments, and deferred tax assets.

A substantial portion of total assets consists of liquid marketable securities and short-term receivables. In the Institutional Securities business segment, these arise from market-making, financing and prime brokerage activities, and in the Wealth Management business segment, these arise from banking activities, including management of the investment portfolio, comprising Investment securities, Cash and cash equivalents and Securities purchased under agreements to resell. Total assets increased slightly to \$1,162 billion at June 30, 2021 from \$1,116 billion at December 31, 2020.

Liquidity Risk Management Framework

The core components of our Liquidity Risk Management Framework are the Required Liquidity Framework, Liquidity Stress Tests and Liquidity Resources, which support our target liquidity profile. For a further discussion about the Firm's Required Liquidity Framework and Liquidity Stress Tests, see "Management's Discussion and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources—Liquidity Risk Management Framework" in the 2020 Form 10-K.

At June 30, 2021 and December 31, 2020, we maintained sufficient liquidity to meet current and contingent funding obligations as modeled in our Liquidity Stress Tests.

Liquidity Resources

We maintain sufficient liquidity resources, which consist of HQLA and cash deposits with banks ("Liquidity Resources") to cover daily funding needs and to meet strategic liquidity targets sized by the Required Liquidity Framework and Liquidity Stress Tests. The total amount of Liquidity Resources is actively managed by us considering the following components: unsecured debt maturity profile; balance sheet size and composition; funding needs in a stressed environment, inclusive of contingent cash outflows; legal entity, regional and segment liquidity requirements; regulatory requirements; and collateral requirements.

The amount of Liquidity Resources we hold is based on our risk tolerance and is subject to change depending on market and Firm-specific events. The Liquidity Resources are primarily held within the Parent Company and its major operating subsidiaries. The Total HQLA values in the tables immediately following are different from Eligible HQLA, which, in accordance with the LCR rule, also takes into account certain regulatory weightings and other operational considerations.

Liquidity Resources by Type of Investment

\$ in millions	At June 30, 2021	At December 31, 2020
Cash deposits with central banks	\$ 67,662	\$ 49,669
Unencumbered HQLA Securities ¹ :		
U.S. government obligations	127,603	136,555
U.S. agency and agency mortgage-backed securities	109,294	99,659
Non-U.S. sovereign obligations ²	29,204	39,745
Other investment grade securities	793	2,053
Total HQLA ¹	\$ 334,556	\$ 327,681
Cash deposits with banks (non-HQLA)	9,220	10,942
Total Liquidity Resources	\$ 343,776	\$ 338,623

1. HQLA is presented prior to applying weightings and includes all HQLA held in subsidiaries.

2. Primarily composed of unencumbered Japanese, U.K., German, French and Italian government obligations.

Liquidity Resources by Bank and Non-Bank Legal Entities

\$ in millions	At June 30, 2021	At December 31, 2020	Average Daily Balance Three Months Ended June 30, 2021
Bank legal entities			
U.S.	\$ 172,944	\$ 178,033	\$ 176,625
Non-U.S.	9,845	7,670	8,473
Total Bank legal entities	182,789	185,703	185,098
Non-Bank legal entities			
U.S.:			
Parent Company	67,997	59,468	63,911
Non-Parent Company	41,037	33,368	43,511
Total U.S.	109,034	92,836	107,422
Non-U.S.	51,953	60,084	59,394
Total Non-Bank legal entities	160,987	152,920	166,816
Total Liquidity Resources	\$ 343,776	\$ 338,623	\$ 351,914

Management's Discussion and Analysis

Liquidity Resources may fluctuate from period to period based on the overall size and composition of our balance sheet, the maturity profile of our unsecured debt and estimates of funding needs in a stressed environment, among other factors.

Regulatory Liquidity Framework

Liquidity Coverage Ratio

The Firm, MSBNA and MSPBNA are required to maintain a minimum LCR of 100% and ETB is subject to this requirement beginning in July 2021. The LCR requirements are designed to ensure that banking organizations have sufficient Eligible HQLA to cover net cash outflows arising from significant stress over 30 calendar days, thus promoting the short-term resilience of the liquidity risk profile of banking organizations. In determining Eligible HQLA for LCR purposes, weightings (or asset haircuts) are applied to HQLA, and certain HQLA held in subsidiaries is excluded.

As of June 30, 2021, the Firm, MSBNA and MSPBNA are compliant with the minimum required LCR of 100%.

Liquidity Coverage Ratio

\$ in millions	Average Daily Balance Three Months Ended	
	June 30, 2021	March 31, 2021
Eligible HQLA¹		
Cash deposits with central banks	\$ 56,430	\$ 50,815
Securities ²	171,729	166,060
Total Eligible HQLA¹	\$ 228,159	\$ 216,875
LCR	126 %	125 %

- Under the LCR rule, Eligible HQLA is calculated using weightings and excluding certain HQLA held in subsidiaries.
- Primarily includes U.S. Treasuries, U.S. agency mortgage-backed securities, sovereign bonds and investment grade corporate bonds.

Net Stable Funding Ratio

The U.S. banking agencies have finalized a rule to implement the NSFR, which requires large banking organizations to maintain sufficiently stable sources of funding over a one-year time horizon, and applies to the Firm, MSBNA, MSPBNA and ETB. The Firm and each of these individual entities are compliant with the 100% minimum NSFR as of July 1, 2021, the effective date of the requirements.

Funding Management

We manage our funding in a manner that reduces the risk of disruption to our operations. We pursue a strategy of diversification of secured and unsecured funding sources (by product, investor and region) and attempt to ensure that the tenor of our liabilities equals or exceeds the expected holding period of the assets being financed.

We fund our balance sheet on a global basis through diverse sources. These sources include our equity capital, borrowings, securities sold under agreements to repurchase, securities lending, deposits, letters of credit and lines of credit. We have

active financing programs for both standard and structured products targeting global investors and currencies.

Secured Financing

For a discussion of our secured financing activities, see "Management's Discussion and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources—Funding Management—Secured Financing" in the 2020 Form 10-K.

Collateralized Financing Transactions

\$ in millions	At	
	June 30, 2021	December 31, 2020
Securities purchased under agreements to resell and Securities borrowed	\$ 222,633	\$ 228,625
Securities sold under agreements to repurchase and Securities loaned	\$ 67,219	\$ 58,318
Securities received as collateral ¹	\$ 7,166	\$ 4,277

\$ in millions	Average Daily Balance Three Months Ended	
	June 30, 2021	December 31, 2020
Securities purchased under agreements to resell and Securities borrowed	\$ 225,988	\$ 195,376
Securities sold under agreements to repurchase and Securities loaned	\$ 67,568	\$ 54,528

- Included within Trading assets in the balance sheets.

See "Total Assets by Business Segment" herein for additional information on the assets shown in the previous table and Note 2 to the financial statements in the 2020 Form 10-K and Note 9 to the financial statements for additional information on collateralized financing transactions.

In addition to the collateralized financing transactions shown in the previous table, we engage in financing transactions collateralized by customer-owned securities, which are segregated in accordance with regulatory requirements. Receivables under these financing transactions, primarily margin loans, are included in Customer and other receivables in the balance sheets, and payables under these financing transactions, primarily to prime brokerage customers, are included in Customer and other payables in the balance sheets. Our risk exposure on these transactions is mitigated by collateral maintenance policies and the elements of our Liquidity Risk Management Framework.

Unsecured Financing

For a discussion of our unsecured financing activities, see "Management's Discussion and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources—Funding Management—Unsecured Financing" in the 2020 Form 10-K.

Management's Discussion and Analysis

Deposits

<i>\$ in millions</i>	At June 30, 2021		At December 31, 2020	
Savings and demand deposits:				
Brokerage sweep deposits ¹	\$	256,730	\$	232,071
Savings and other		42,951		47,150
Total Savings and demand deposits		299,681		279,221
Time deposits		20,677		31,561
Total²	\$	320,358	\$	310,782

- Amounts represent balances swept from client brokerage accounts.
- Excludes approximately \$8 billion and \$25 billion of off-balance sheet deposits at unaffiliated financial institutions as of June 30, 2021 and December 31, 2020, respectively. This client cash held by third parties is not reflected in our balance sheets and is not immediately available for liquidity purposes.

Deposits are primarily sourced from our Wealth Management clients and are considered to have stable, low-cost funding characteristics. The increase in total deposits in the current year period was primarily due to the onboarding in the first quarter of 2021 of approximately \$20 billion of E*TRADE Brokerage sweep deposits previously held off-balance sheet at unaffiliated financial institutions, partially offset by maturities of time deposits.

Borrowings by Remaining Maturity at June 30, 2021¹

<i>\$ in millions</i>	Parent Company		Subsidiaries		Total	
Original maturities of one year or less	\$	—	\$	5,538	\$	5,538
Original maturities greater than one year						
2021	\$	7,320	\$	2,600	\$	9,920
2022		11,181		6,853		18,034
2023		17,043		5,484		22,527
2024		20,839		8,194		29,033
2025		14,839		6,802		21,641
Thereafter		91,456		25,993		117,449
Total	\$	162,678	\$	55,926	\$	218,604
Total Borrowings	\$	162,678	\$	61,464	\$	224,142
Maturities over next 12 months ²				\$		16,891

- Original maturity in the table is generally based on contractual final maturity. For borrowings with put options, remaining maturity represents the earliest put date.
- Includes only borrowings with original maturities greater than one year.

Borrowings of \$224 billion as of June 30, 2021 increased slightly when compared with \$217 billion at December 31, 2020.

We believe that accessing debt investors through multiple distribution channels helps provide consistent access to the unsecured markets. In addition, the issuance of borrowings with original maturities greater than one year allows us to reduce reliance on short-term credit sensitive instruments. Borrowings with original maturities greater than one year are generally managed to achieve staggered maturities, thereby mitigating refinancing risk, and to maximize investor diversification through sales to global institutional and retail clients across regions, currencies and product types.

The availability and cost of financing to us can vary depending on market conditions, the volume of certain trading and lending activities, our credit ratings and the overall availability of credit. We also engage in, and may continue to

engage in, repurchases of our borrowings in the ordinary course of business.

For further information on Borrowings, see Note 13 to the financial statements.

Credit Ratings

We rely on external sources to finance a significant portion of our daily operations. Our credit ratings are one of the factors in the cost and availability of financing and can have an impact on certain trading revenues, particularly in those businesses where longer-term counterparty performance is a key consideration, such as certain OTC derivative transactions. When determining credit ratings, rating agencies consider both company-specific and industry-wide factors. These include regulatory or legislative changes, the macroeconomic environment and perceived levels of support, among other things. See also "Risk Factors—Liquidity Risk" in the 2020 Form 10-K.

Parent Company, MSBNA and MSPBNA Issuer Ratings at July 30, 2021

	Parent Company		
	Short-Term Debt	Long-Term Debt	Rating Outlook
DBRS, Inc.	R-1 (middle)	A (high)	Stable
Fitch Ratings, Inc.	F1	A	Stable
Moody's Investors Service, Inc.	P-1	A1	Stable
Rating and Investment Information, Inc.	a-1	A	Stable
S&P Global Ratings	A-2	BBB+	Positive
	MSBNA		
	Short-Term Debt	Long-Term Debt	Rating Outlook
Fitch Ratings, Inc.	F1	A+	Stable
Moody's Investors Service, Inc.	P-1	Aa3	Stable
S&P Global Ratings	A-1	A+	Stable
	MSPBNA		
	Short-Term Debt	Long-Term Debt	Rating Outlook
Moody's Investors Service, Inc.	P-1	Aa3	Stable
S&P Global Ratings	A-1	A+	Stable

On May 24, 2021, S&P Global Ratings revised the Parent Company outlook from stable to positive.

Incremental Collateral or Terminating Payments

In connection with certain OTC derivatives and certain other agreements where we are a liquidity provider to certain financing vehicles associated with the Institutional Securities business segment, we may be required to provide additional collateral, immediately settle any outstanding liability balances with certain counterparties or pledge additional collateral to certain clearing organizations in the event of a future credit rating downgrade irrespective of whether we are in a net asset or net liability position. See Note 7 to the financial statements for additional information on OTC derivatives that contain such contingent features.

Management’s Discussion and Analysis

While certain aspects of a credit rating downgrade are quantifiable pursuant to contractual provisions, the impact it would have on our business and results of operations in future periods is inherently uncertain and would depend on a number of interrelated factors, including, among other things, the magnitude of the downgrade, the rating relative to peers, the rating assigned by the relevant agency pre-downgrade, individual client behavior and future mitigating actions we might take. The liquidity impact of additional collateral requirements is included in our Liquidity Stress Tests.

Capital Management

We view capital as an important source of financial strength and actively manage our consolidated capital position based upon, among other things, business opportunities, risks, capital availability and rates of return together with internal capital policies, regulatory requirements and rating agency guidelines. In the future, we may expand or contract our capital base to address the changing needs of our businesses.

Common Stock Repurchases

<i>in millions, except for per share data</i>	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Number of shares	34	—	62	29
Average price per share	\$ 86.21	\$ —	\$ 82.31	\$ 46.01
Total	\$ 2,939	\$ —	\$ 5,074	\$ 1,347

For additional information on our common stock repurchases, see “Liquidity and Capital Resources—Regulatory Requirements—Capital Action Supervisory Restrictions” herein and Note 17 to the financial statements.

For a description of our capital plan, see “Liquidity and Capital Resources—Regulatory Requirements—Capital Plans, Stress Tests and the Stress Capital Buffer” herein.

Common Stock Dividend Announcement

Announcement date	July 15, 2021
Amount per share	\$0.70
Date to be paid	August 13, 2021
Shareholders of record as of	July 30, 2021

For additional information on our common stock dividends, see “Liquidity and Capital Resources—Regulatory Requirements—Capital Action Supervisory Restrictions” herein.

For additional information on our common stock and information on our preferred stock, see Note 17 to the financial statements.

Off-Balance Sheet Arrangements and Contractual Obligations

Off-Balance Sheet Arrangements

We enter into various off-balance sheet arrangements, including through unconsolidated SPEs and lending-related

financial instruments (e.g., guarantees and commitments), primarily in connection with the Institutional Securities and Investment Management business segments.

We utilize SPEs primarily in connection with securitization activities. For information on our securitization activities, see Note 16 to the financial statements in the 2020 Form 10-K.

For information on our commitments, obligations under certain guarantee arrangements and indemnities, see Note 14 to the financial statements. For a further discussion of our lending commitments, see “Quantitative and Qualitative Disclosures about Risk—Credit Risk—Loans and Lending Commitments” herein.

Contractual Obligations

For a discussion about our contractual obligations, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources—Contractual Obligations” in the 2020 Form 10-K.

Regulatory Requirements

Regulatory Capital Framework

We are an FHC under the Bank Holding Company Act of 1956, as amended (“BHC Act”), and are subject to the regulation and oversight of the Federal Reserve. The Federal Reserve establishes capital requirements for us, including “well-capitalized” standards, and evaluates our compliance with such capital requirements. Regulatory capital requirements established by the Federal Reserve are largely based on the Basel III capital standards established by the Basel Committee and also implement certain provisions of the Dodd-Frank Wall Street Reform and Consumer Protection Act (“Dodd-Frank Act”). The OCC establishes similar capital requirements and standards for our U.S. Bank Subsidiaries. For us to remain an FHC, we must remain well-capitalized in accordance with standards established by the Federal Reserve, and our U.S. Bank Subsidiaries must remain well-capitalized in accordance with standards established by the OCC. For additional information on regulatory capital requirements for our U.S. Bank Subsidiaries, see Note 16 to the financial statements.

Regulatory Capital Requirements

We are required to maintain minimum risk-based and leverage-based capital and TLAC ratios. For more information, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources—Regulatory Capital Requirements” in the 2020 Form 10-K. For additional information on TLAC, see “Total Loss-Absorbing Capacity, Long-Term Debt and Clean Holding Company Requirements” herein.

Risk-Based Regulatory Capital. Minimum risk-based capital ratio requirements apply to Common Equity Tier 1 capital, Tier 1 capital and Total capital (which includes Tier 2

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capital). Capital standards require certain adjustments to, and deductions from, capital for purposes of determining these ratios.

Risk-Based Regulatory Capital Ratio Requirements

	At June 30, 2021 and December 31, 2020		
	Standardized	Advanced	
Capital buffers			
Capital conservation buffer	—	2.5%	
SCB ¹	5.7%	N/A	
G-SIB capital surcharge ²	3.0%	3.0%	
CCyB ³	0%	0%	
Capital buffer requirement ⁴	8.7%	5.5%	
	At June 30, 2021 and December 31, 2020		
	Regulatory Minimum	Standardized	Advanced
Required ratios⁵			
Common Equity Tier 1 capital ratio	4.5%	13.2%	10.0%
Tier 1 capital ratio	6.0%	14.7%	11.5%
Total capital ratio	8.0%	16.7%	13.5%

- For additional information on the SCB, see "Capital Plans, Stress Tests and the Stress Capital Buffer" herein and in the 2020 Form 10-K.
- For a further discussion of the G-SIB capital surcharge, see "Management's Discussion and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources—Regulatory Requirements—G-SIB Capital Surcharge" in the 2020 Form 10-K.
- The CCyB can be set up to 2.5%, but is currently set by the U.S. banking agencies at zero.
- The capital buffer requirement represents the amount of Common Equity Tier 1 capital we must maintain above the minimum risk-based capital requirements in order to avoid restrictions on our ability to make capital distributions, including the payment of dividends and the repurchase of stock, and to pay discretionary bonuses to executive officers. Our Standardized Approach capital buffer requirement is equal to the sum of our SCB, G-SIB capital surcharge and CCyB, and our Advanced Approach capital buffer requirement is equal to our 2.5% capital conservation buffer, G-SIB capital surcharge and CCyB.
- Required ratios represent the regulatory minimum plus the capital buffer requirement.

Our risk-based capital ratios are computed under both (i) the standardized approaches for calculating credit risk and market risk RWA ("Standardized Approach") and (ii) the applicable advanced approaches for calculating credit risk, market risk and operational risk RWA ("Advanced Approach"). The credit risk RWA calculations between the two approaches differ in that the Standardized Approach requires calculation of RWA using prescribed risk weights, whereas the Advanced Approach utilizes models to calculate exposure amounts and risk weights. At June 30, 2021 and December 31, 2020, the differences between the actual and required ratios were lower under the Standardized Approach.

Leverage-Based Regulatory Capital. Minimum leverage-based capital requirements include a Tier 1 leverage ratio and an SLR. We are required to maintain an SLR of 5%, inclusive of an enhanced SLR capital buffer of at least 2%.

As of June 30, 2021 and December 31, 2020, our risk-based and leverage-based capital amounts and ratios, as well as RWA, adjusted average assets and supplementary leverage exposure are calculated excluding the effect of the adoption of CECL based on our election to defer this effect over a five-year transition period which began on January 1, 2020. For further information, see "Liquidity and Capital Resources—

Regulatory Requirements—Regulatory Developments" in the 2020 Form 10-K.

Regulatory Capital Ratios

<i>\$ in millions</i>	Required Ratio ¹	At June 30, 2021	At December 31, 2020
Risk-based capital— Standardized			
Common Equity Tier 1 capital		\$ 76,815	\$ 78,650
Tier 1 capital		84,612	88,079
Total capital		92,782	97,213
Total RWA		462,808	453,106
Common Equity Tier 1 capital ratio	13.2%	16.6%	17.4%
Tier 1 capital ratio	14.7%	18.3%	19.4%
Total capital ratio	16.7%	20.0%	21.5%

<i>\$ in millions</i>	Required Ratio ¹	At June 30, 2021	At December 31, 2020
Risk-based capital— Advanced			
Common Equity Tier 1 capital		\$ 76,815	\$ 78,650
Tier 1 capital		84,612	88,079
Total capital		92,550	96,994
Total RWA		434,741	445,151
Common Equity Tier 1 capital ratio	10.0%	17.7%	17.7%
Tier 1 capital ratio	11.5%	19.5%	19.8%
Total capital ratio	13.5%	21.3%	21.8%

<i>\$ in millions</i>	Required Ratio ¹	At June 30, 2021	At December 31, 2020
Leverage-based capital			
Adjusted average assets ²		\$ 1,135,262	\$ 1,053,510
Tier 1 leverage ratio	4.0%	7.5%	8.4%
Supplementary leverage exposure ^{3,4}		\$ 1,439,971	\$ 1,192,506
SLR ⁴	5.0%	5.9%	7.4%

- Required ratios are inclusive of any buffers applicable as of the date presented. Failure to maintain the buffers would result in restrictions on our ability to make capital distributions, including the payment of dividends and the repurchase of stock, and to pay discretionary bonuses to executive officers.
- Adjusted average assets represents the denominator of the Tier 1 leverage ratio and is composed of the average daily balance of consolidated on-balance sheet assets for the quarters ending on the respective balance sheet dates, reduced by disallowed goodwill, intangible assets, investments in covered funds, defined benefit pension plan assets, after-tax gain on sale from assets sold into securitizations, investments in our own capital instruments, certain deferred tax assets and other capital deductions.
- Supplementary leverage exposure is the sum of Adjusted average assets used in the Tier 1 leverage ratio and other adjustments, primarily: (i) for derivatives, potential future exposure and the effective notional principal amount of sold credit protection offset by qualifying purchased credit protection; (ii) the counterparty credit risk for repo-style transactions; and (iii) the credit equivalent amount for off-balance sheet exposures.
- Our SLR and Supplementary leverage exposure as of December 31, 2020 reflect the exclusion of U.S. Treasury securities and deposits at Federal Reserve Banks based on a Federal Reserve interim final rule that was in effect until March 31, 2021. As of December 31, 2020, the impact of the interim final rule on our SLR was an increase of 80 bps. For further information, see "Liquidity and Capital Resources—Regulatory Requirements—Regulatory Developments and Other Matters" herein and "Liquidity and Capital Resources—Regulatory Requirements—Regulatory Developments" in the 2020 Form 10-K.

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Regulatory Capital

<i>\$ in millions</i>	At		Change
	June 30, 2021	December 31, 2020	
Common Equity Tier 1 capital			
Common stock and surplus	\$ 16,852	\$ 15,799	\$ 1,053
Retained earnings	85,043	78,978	6,065
AOCI	(2,523)	(1,962)	(561)
Regulatory adjustments and deductions:			
Net goodwill	(16,693)	(11,527)	(5,166)
Net intangible assets	(7,032)	(4,165)	(2,867)
Other adjustments and deductions ¹	1,168	1,527	(359)
Total Common Equity Tier 1 capital	\$ 76,815	\$ 78,650	\$ (1,835)
Additional Tier 1 capital			
Preferred stock	\$ 7,750	\$ 9,250	\$ (1,500)
Noncontrolling interests	561	619	(58)
Additional Tier 1 capital	\$ 8,311	\$ 9,869	\$ (1,558)
Deduction for investments in covered funds	(514)	(440)	(74)
Total Tier 1 capital	\$ 84,612	\$ 88,079	\$ (3,467)
Standardized Tier 2 capital			
Subordinated debt	\$ 7,107	\$ 7,737	\$ (630)
Eligible ACL	1,168	1,265	(97)
Other adjustments and deductions	(105)	132	(237)
Total Standardized Tier 2 capital	\$ 8,170	\$ 9,134	\$ (964)
Total Standardized capital	\$ 92,782	\$ 97,213	\$ (4,431)
Advanced Tier 2 capital			
Subordinated debt	\$ 7,107	\$ 7,737	\$ (630)
Eligible credit reserves	936	1,046	(110)
Other adjustments and deductions	(105)	132	(237)
Total Advanced Tier 2 capital	\$ 7,938	\$ 8,915	\$ (977)
Total Advanced capital	\$ 92,550	\$ 96,994	\$ (4,444)

1. Other adjustments and deductions used in the calculation of Common Equity Tier 1 capital primarily includes net after-tax DVA, the credit spread premium over risk-free rate for derivative liabilities, defined benefit pension plan assets, after-tax gain on sale from assets sold into securitizations, investments in our own capital instruments and certain deferred tax assets.

RWA Rollforward

<i>\$ in millions</i>	Six Months Ended June 30, 2021	
	Standardized	Advanced
Credit risk RWA		
Balance at December 31, 2020	\$ 387,066	\$ 284,930
Change related to the following items:		
Derivatives	3,182	(18,766)
Securities financing transactions	4,750	350
Investment securities	(2,422)	(257)
Commitments, guarantees and loans	415	5,862
Equity investments	1,696	1,754
Other credit risk ¹	4,992	4,444
Total change in credit risk RWA	\$ 12,613	\$ (6,613)
Balance at June 30, 2021	\$ 399,679	\$ 278,317
Market risk RWA		
Balance at December 31, 2020	\$ 66,040	\$ 66,040
Change related to the following items:		
Regulatory VaR	(6,687)	(6,687)
Regulatory stressed VaR	768	768
Incremental risk charge	(720)	(720)
Comprehensive risk measure	(303)	(343)
Specific risk	4,031	4,031
Total change in market risk RWA	\$ (2,911)	\$ (2,951)
Balance at June 30, 2021	\$ 63,129	\$ 63,089
Operational risk RWA		
Balance at December 31, 2020	N/A	\$ 94,181
Change in operational risk RWA	N/A	(846)
Balance at June 30, 2021	N/A	\$ 93,335
Total RWA	\$ 462,808	\$ 434,741

Regulatory VaR—VaR for regulatory capital requirements

1. Amounts reflect assets not in a defined category, non-material portfolios of exposures and unsettled transactions.

Credit risk RWA in the current year period increased under the Standardized Approach, while it decreased under the Advanced Approach. Under the Standardized Approach, the increase was primarily from Securities financing transactions and Derivatives driven by increased exposure. Under the Advanced Approach, the decrease was primarily driven by a reduction in CVA due to lower credit spread volatility, partially offset by increased exposure in event lending within Institutional Securities business segment.

Market risk RWA decreased in the current year period under both the Standardized and Advanced Approaches primarily due to a decrease in Regulatory VaR mainly as a result of reduced volatility as the peak COVID-19 market stress in 2020 is no longer included in VaR. This was partially offset by an increase in non-securitization charges due to increased exposure.

Total Loss-Absorbing Capacity, Long-Term Debt and Clean Holding Company Requirements

The Federal Reserve has established external TLAC, long-term debt (“LTD”) and clean holding company requirements for top-tier BHCs of U.S. G-SIBs (“covered BHCs”), including the Parent Company. These requirements are designed to ensure that covered BHCs will have enough loss-absorbing resources at the point of failure to be recapitalized

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through the conversion of eligible LTD to equity or otherwise by imposing losses on eligible LTD or other forms of TLAC where an SPOE resolution strategy is used.

Required and Actual TLAC and Eligible LTD Ratios

\$ in millions	Regulatory Minimum	Required Ratio ¹	Actual Amount/Ratio	
			At June 30, 2021	At December 31, 2020
External TLAC ²			\$ 225,830	\$ 216,129
External TLAC as a % of RWA	18.0%	21.5%	49.0%	47.7%
External TLAC as a % of leverage exposure	7.5%	9.5%	15.7%	18.1%
Eligible LTD ³			\$ 131,951	\$ 120,561
Eligible LTD as a % of RWA	9.0%	9.0%	28.5%	26.6%
Eligible LTD as a % of leverage exposure	4.5%	4.5%	9.2%	10.1%

1. Required ratios are inclusive of applicable buffers. The final rule imposes TLAC buffer requirements on top of both the risk-based and leverage exposure-based external TLAC minimum requirements. The risk-based TLAC buffer is equal to the sum of 2.5%, our Method 1 G-SIB surcharge and the CCyB, if any, as a percentage of total RWA. The leverage exposure-based TLAC buffer is equal to 2% of our total leverage exposure. Failure to maintain the buffers would result in restrictions on our ability to make capital distributions, including the payment of dividends and the repurchase of stock, and to pay discretionary bonuses to executive officers.
2. External TLAC consists of Common Equity Tier 1 capital and Additional Tier 1 capital (each excluding any noncontrolling minority interests), as well as eligible LTD.
3. Consists of TLAC-eligible LTD reduced by 50% for amounts of unpaid principal due to be paid in more than one year but less than two years from each respective balance sheet date.

We are in compliance with all TLAC requirements as of June 30, 2021 and December 31, 2020. For a further discussion of TLAC and related requirements, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources—Regulatory Requirements—Regulatory Capital Requirements—Total Loss-Absorbing Capacity, Long-Term Debt and Clean Holding Company Requirements” in the 2020 Form 10-K.

Capital Plans, Stress Tests and the Stress Capital Buffer

Pursuant to the Dodd-Frank Act, the Federal Reserve has adopted capital planning and stress test requirements for large BHCs, which form part of the Federal Reserve’s annual CCAR framework.

We must submit, on at least an annual basis, a capital plan to the Federal Reserve, taking into account the results of separate annual stress tests designed by us and the Federal Reserve, so that the Federal Reserve may assess our systems and processes that incorporate forward-looking projections of revenues and losses to monitor and maintain our internal capital adequacy. As banks with less than \$250 billion of total assets, our U.S. Bank Subsidiaries are not subject to company-run stress test regulatory requirements.

For the 2021 capital planning and stress test cycle, we submitted our capital plan and company-run stress test results to the Federal Reserve on April 5, 2021. On June 24, 2021, the Federal Reserve published summary results of its supervisory stress tests of each large BHC, and following the

publication of the supervisory stress test results, we announced that our SCB will remain at 5.7% from October 1, 2021 through September 30, 2022. Together with other features of the regulatory capital framework, this SCB results in an aggregate Standardized Approach Common Equity Tier 1 required ratio of 13.2%. Generally, our SCB is determined annually based on the results of the supervisory stress test.

We also disclosed a summary of the results of our company-run stress tests on our Investor Relations website, and announced that our Board of Directors authorized the increase of our quarterly common stock dividend to \$0.70 per share from \$0.35 per share beginning with the common stock dividend announced on July 15, 2021, and authorized the repurchase of up to \$12 billion of outstanding common stock from July 1, 2021 through June 30, 2022, from time to time as conditions warrant, which supersedes the previous common stock repurchase authorization.

For additional information on our capital planning and stress tests, including the SCB, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources—Capital Plans, Stress Tests and the Stress Capital Buffer” in the 2020 Form 10-K.

Capital Action Supervisory Restrictions

Under the modified capital action restrictions announced previously by the Federal Reserve, in the first two quarters of 2021 large BHCs were permitted to pay common stock dividends, provided they did not increase the amount of common stock dividends to be larger than the level paid in the second quarter of 2020, and make share repurchases that, in the aggregate, did not exceed an amount equal to the average of the firm’s net income for the four preceding calendar quarters; make share repurchases that equal the amount of share issuances related to expensed employee compensation; and redeem and make scheduled payments on additional Tier 1 and Tier 2 capital instruments.

The Federal Reserve subsequently announced that the restrictions described above would end on June 30, 2021 for all firms whose capital levels are above minimum risk-based requirements in the Federal Reserve’s annual supervisory stress test. Based on the results of the 2021 supervisory stress tests, the temporary capital action supervisory restrictions previously applicable to us ended on June 30, 2021. As of July 1, 2021, the Firm is permitted, in its discretion, to adjust its capital distributions without seeking prior approval from the Federal Reserve, provided that it remains in compliance with all applicable regulatory capital requirements, including the SCB.

For additional information, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources—Capital Action Supervisory Restrictions” in the 2020 Form 10-K.

Attribution of Average Common Equity According to the Required Capital Framework

Our required capital (“Required Capital”) estimation is based on the Required Capital framework, an internal capital adequacy measure. Common equity attribution to the business segments is based on capital usage calculated under the Required Capital framework, as well as each business segment’s relative contribution to our total Required Capital.

The Required Capital framework is a risk-based and leverage-based capital measure, which is compared with our regulatory capital to ensure that we maintain an amount of going concern capital after absorbing potential losses from stress events, where applicable, at a point in time. The amount of capital allocated to the business segments is generally set at the beginning of each year and remains fixed throughout the year until the next annual reset unless a significant business change occurs (e.g., acquisition or disposition). We define the difference between our total average common equity and the sum of the average common equity amounts allocated to our business segments as Parent common equity. We generally hold Parent common equity for prospective regulatory requirements, organic growth, potential future acquisitions and other capital needs.

Average Common Equity Attribution under the Required Capital Framework¹

\$ in billions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Institutional Securities	\$ 43.5	\$ 42.8	\$ 43.5	\$ 42.8
Wealth Management ²	28.6	18.2	28.6	18.2
Investment Management ³	10.7	2.6	7.1	2.6
Parent	16.0	14.0	17.1	12.4
Total	\$ 98.8	\$ 77.6	\$ 96.3	\$ 76.0

1. The attribution of average common equity to the business segments is a non-GAAP financial measure. See “Selected Non-GAAP Financial Information” herein.
2. The total average common equity and the allocation to the Wealth Management business segment in 2021 reflect the E*TRADE acquisition on October 2, 2020.
3. The total average common equity and the allocation to the Investment Management business segment in 2021 reflect the Eaton Vance acquisition on March 1, 2021.

The Firm has made updates to its Required Capital framework for 2021 and continues to evaluate the impact of evolving regulatory requirements, as appropriate.

Resolution and Recovery Planning

Pursuant to the Dodd-Frank Act, we are required to periodically submit to the Federal Reserve and the FDIC a resolution plan that describes our strategy for a rapid and orderly resolution under the U.S. Bankruptcy Code in the event of our material financial distress or failure. We submitted our 2021 targeted resolution plan on June 30, 2021.

As described in our most recent resolution plan, our preferred resolution strategy is an SPOE strategy. In line with our SPOE strategy, the Parent Company has transferred, and has agreed to transfer on an ongoing basis, certain assets to its wholly owned, direct subsidiary Morgan Stanley Holdings LLC (the “Funding IHC”). In addition, the Parent Company

has entered into an amended and restated support agreement with its material entities (including the Funding IHC) and certain other subsidiaries. In the event of a resolution scenario, the Parent Company would be obligated to contribute all of its Contributable Assets to our material entities and/or the Funding IHC. The Funding IHC would be obligated to provide capital and liquidity, as applicable, to our material entities. The combined implication of the SPOE resolution strategy and the requirement to maintain certain levels of TLAC is that losses in resolution would be imposed on the holders of eligible long-term debt and other forms of eligible TLAC issued by the Parent Company before any losses are imposed on creditors of our material entities and without requiring taxpayer or government financial support.

For more information about resolution and recovery planning requirements and our activities in these areas, including the implications of such activities in a resolution scenario, see “Business—Supervision and Regulation—Financial Holding Company—Resolution and Recovery Planning,” “Risk Factors—Legal, Regulatory and Compliance Risk” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources—Regulatory Requirements—Resolution and Recovery Planning” in the 2020 Form 10-K.

Regulatory Developments and Other Matters

Expiration of the Supplementary Leverage Ratio Interim Final Rule

On March 19, 2021, the Federal Reserve announced that the temporary change to the SLR for bank holding companies, which allowed for the exclusion of U.S. Treasury securities and deposits at Federal Reserve Banks, would expire as scheduled on March 31, 2021. As a result, this exclusion was eliminated beginning in the second quarter of 2021. For a summary of the impact of this interim final rule, see “Regulatory Capital Requirements” herein.

Planned Replacement of London Interbank Offered Rate and Replacement or Reform of Other Interest Rates

Central banks around the world, including the Federal Reserve, have commissioned committees and working groups of market participants and official sector representatives to replace LIBOR and replace or reform other interest rate benchmarks (collectively, the “IBORs”). On March 5, 2021, ICE Benchmark Administration, which administers LIBOR publication, announced that it will cease the publication of most LIBOR rates as of the end of December 2021, except for the publication until June 30, 2023 of the most widely used U.S. dollar LIBOR tenors, and the U.K. Financial Conduct Authority (“FCA”), which regulates LIBOR publication, announced that it would not compel panel banks to submit to LIBOR beyond those dates.

Subsequently, the International Swaps and Derivatives Association (“ISDA”) confirmed that the FCA’s

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announcement constituted an “Index Cessation Event” as defined in the IBOR Fallbacks Supplement, which amended ISDA’s interest rate definitions to include robust fallbacks for derivatives linked to LIBOR and certain other interest rate benchmarks, and the ISDA 2020 IBOR Fallbacks Protocol, which incorporates the fallbacks into legacy non-cleared derivatives entered into between Protocol adherents. The FCA’s announcement therefore triggered a fixing of the ISDA fallback spread adjustments for all LIBOR benchmarks, to be effective when the contractual fallbacks are implemented. The Alternative Reference Rates Committee (“ARRC”) also confirmed that the ICE Benchmark Administration and FCA announcements also constituted a “Benchmark Transition Event” with respect to all U.S. dollar LIBOR settings pursuant to the ARRC’s fallback recommendations for new issuances or originations of certain cash products.

Separately, the U.S. banking agencies and the FCA have encouraged banks to cease entering into new contracts referencing LIBOR as soon as practicable, and no later than December 31, 2021.

Further, New York State has enacted legislation that is intended to minimize legal and economic uncertainty following U.S. dollar LIBOR’s cessation by replacing LIBOR references in certain contracts governed by New York law with a benchmark based on the Secured Overnight Financing Rate, including any spread adjustment, recommended by the Federal Reserve, the Federal Reserve Bank of New York or the ARRC.

We remain a party to a significant number of LIBOR-linked contracts, many of which extend beyond 2021 and, in the case of U.S. dollar LIBOR, June 30, 2023, composed of derivatives, securitizations, floating rate notes, loans and mortgages and we continue to execute against our Firm-wide IBOR transition plan to promote the transition to alternative reference rates in accordance with industry transition timelines. Our IBOR transition plan is overseen by a global steering committee, with senior management oversight. Firm entities engaged in derivative activities have adhered to the ISDA 2020 IBOR Fallbacks Protocol. As noted above, the Protocol is designed to facilitate the transition of covered derivatives contracts to alternative reference rates. The New York State legislation also provides safeguards that help facilitate the transition to alternative reference rates for certain U.S. dollar LIBOR contracts, although additional regulatory clarity may be needed in some instances.

See also “Risk Factors—Risk Management” in the 2020 Form 10-K for a further discussion of risks related to the planned replacement of the IBORs and/or reform of interest rate benchmarks.

For a further discussion of regulatory developments and other matters, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources—Regulatory Requirements—Regulatory Developments” and “Management’s Discussion

and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources—Regulatory Requirements—Other Matters,” respectively, in the 2020 Form 10-K.

Quantitative and Qualitative Disclosures about Risk

Management believes effective risk management is vital to the success of our business activities. For a discussion of our Enterprise Risk Management framework and risk management functions, see “Quantitative and Qualitative Disclosures about Risk—Risk Management” in the 2020 Form 10-K.

Market Risk

Market risk refers to the risk that a change in the level of one or more market prices, rates, spreads, indices, volatilities, correlations or other market factors, such as market liquidity, will result in losses for a position or portfolio. Generally, we incur market risk as a result of trading, investing and client facilitation activities, principally within the Institutional Securities business segment where the substantial majority of our VaR for market risk exposures is generated. In addition, we incur non-trading market risk, principally within the Wealth Management and Investment Management business segments. The Wealth Management business segment primarily incurs non-trading market risk (including interest rate risk) from lending and deposit-taking activities. The Investment Management business segment primarily incurs non-trading market risk from capital investments in alternative and other funds. For a further discussion of market risk, see “Quantitative and Qualitative Disclosures about Risk—Market Risk” in the 2020 Form 10-K.

Trading Risks

We are exposed to a wide range of risks related to interest rates and credit spreads, equity prices, foreign exchange rates and commodity prices, and the associated implied volatilities and spreads, related to the global markets in which we conduct our trading activities.

The statistical technique known as VaR is one of the tools we use to measure, monitor and review the market risk exposures of our trading portfolios.

For information regarding our primary risk exposures and market risk management, VaR methodology, assumptions and limitations, see “Quantitative and Qualitative Disclosures about Risk—Market Risk—Trading Risks” in the 2020 Form 10-K.

95%/One-Day Management VaR for the Trading Portfolio

<i>\$ in millions</i>	Three Months Ended June 30, 2021			
	Period End	Average	High ²	Low ²
Interest rate and credit spread	\$ 29	\$ 31	\$ 39	\$ 28
Equity price	21	24	32	19
Foreign exchange rate	8	8	15	5
Commodity price	10	11	16	8
Less: Diversification benefit ¹	(28)	(29)	N/A	N/A
Primary Risk Categories	\$ 40	\$ 45	\$ 58	\$ 37
Credit Portfolio	12	13	17	11
Less: Diversification benefit ¹	(9)	(10)	N/A	N/A
Total Management VaR	\$ 43	\$ 48	\$ 60	\$ 41

<i>\$ in millions</i>	Three Months Ended March 31, 2021			
	Period End	Average	High ²	Low ²
Interest rate and credit spread	\$ 31	\$ 33	\$ 41	\$ 29
Equity price	30	31	170	19
Foreign exchange rate	11	14	24	8
Commodity price	14	18	27	13
Less: Diversification benefit ¹	(36)	(38)	N/A	N/A
Primary Risk Categories	\$ 50	\$ 58	\$ 171	\$ 44
Credit Portfolio	17	24	31	17
Less: Diversification benefit ¹	(15)	(13)	N/A	N/A
Total Management VaR	\$ 52	\$ 69	\$ 175	\$ 50

- Diversification benefit equals the difference between the total VaR and the sum of the component VaRs. This benefit arises because the simulated one-day losses for each of the components occur on different days; similar diversification benefits also are taken into account within each component.
- The high and low VaR values for the total Management VaR and each of the component VaRs might have occurred on different days during the quarter, and therefore, the diversification benefit is not an applicable measure.

Average total Management VaR and average Management VaR for the Primary Risk Categories decreased in the current quarter from the three months ended March 31, 2021 primarily as a result of reduced volatility as the peak COVID-19 market stress in 2020 is no longer included in VaR. Additionally, the high for the current quarter was reduced from the peak day in the three months ended March 31, 2021, as increased equity exposure in the first quarter of 2021 resulted from the aforementioned credit event for a single client.

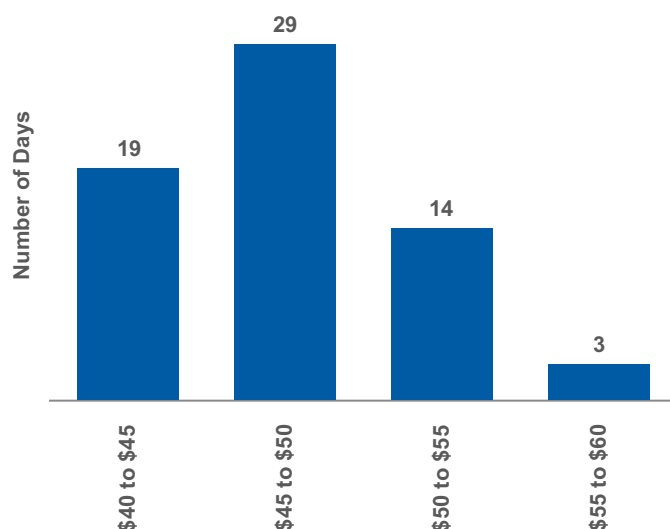
Distribution of VaR Statistics and Net Revenues

We evaluate the reasonableness of our VaR model by comparing the potential declines in portfolio values generated by the model with corresponding actual trading results for the Firm, as well as individual business units. For days where losses exceed the VaR statistic, we examine the drivers of trading losses to evaluate the VaR model’s accuracy relative to realized trading results. There was one loss day in the current quarter, which did not exceed the Firm’s VaR.

Risk Disclosures

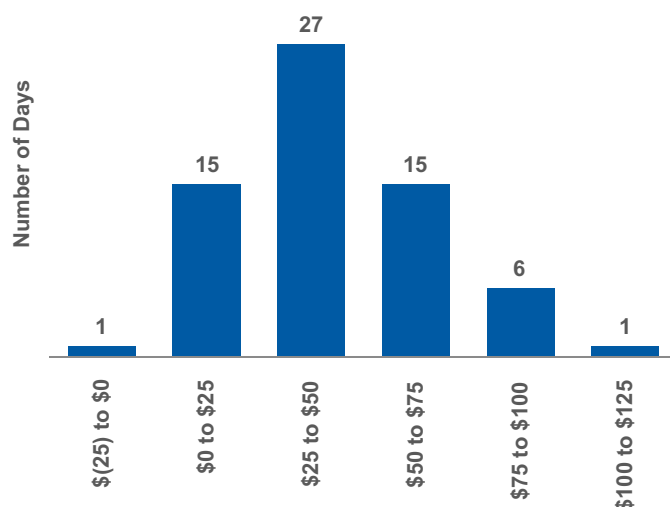
Daily 95%/One-Day Total Management VaR for the Current Quarter

(\$ in millions)



Daily Net Trading Revenues for the Current Quarter

(\$ in millions)



The previous histogram shows the distribution of daily net trading revenues for the current quarter. Daily net trading revenues include profits and losses from Interest rate and credit spread, Equity price, Foreign exchange rate, Commodity price, and Credit Portfolio positions and intraday trading activities for our trading businesses. Certain items such as fees, commissions, net interest income, and counterparty default risk are excluded from daily net trading revenues and the VaR model. Revenues required for Regulatory VaR backtesting further exclude intraday trading.

Non-Trading Risks

We believe that sensitivity analysis is an appropriate representation of our non-trading risks. The following sensitivity analyses cover substantially all of the non-trading risk in our portfolio.

Credit Spread Risk Sensitivity¹

<i>\$ in millions</i>	At June 30, 2021	At March 31, 2021
Derivatives	\$ 7	\$ 7
Borrowings carried at fair value	48	47

1. Amounts represent the potential gain for each 1 bps widening of our credit spread.

U.S. Bank Subsidiaries' Net Interest Income Sensitivity Analysis

<i>\$ in millions</i>	At June 30, 2021	At March 31, 2021
Basis point change		
+100	\$ 1,463	\$ 1,671
-100	(498)	(560)

The previous table presents an analysis of selected instantaneous upward and downward parallel interest rate shocks (subject to a floor of zero percent in the downward scenario) on net interest income over the next 12 months for our U.S. Bank Subsidiaries. These shocks are applied to our 12-month forecast for our U.S. Bank Subsidiaries, which incorporates market expectations of interest rates and our forecasted business activity.

We do not manage to any single rate scenario but rather manage net interest income in our U.S. Bank Subsidiaries to optimize across a range of possible outcomes, including non-parallel rate change scenarios. The sensitivity analysis assumes that we take no action in response to these scenarios, assumes there are no changes in other macroeconomic variables normally correlated with changes in interest rates, and includes subjective assumptions regarding customer and market re-pricing behavior and other factors. The change in sensitivity to interest rates between June 30, 2021 and March 31, 2021 was primarily driven by the effects of changes in the mix of our assets and liabilities and lower market rates.

Investments Sensitivity, Including Related Carried Interest

<i>\$ in millions</i>	Loss from 10% Decline	
	At June 30, 2021	At March 31, 2021
Investments related to Investment Management activities	\$ 477	\$ 472
Other investments:		
MUMSS	172	174
Other Firm investments	232	223

We have exposure to public and private companies through direct investments, as well as through funds that invest in these assets. These investments are predominantly equity positions with long investment horizons, a portion of which is for business facilitation purposes. The market risk related to these investments is measured by estimating the potential reduction in net revenues associated with a 10% decline in investment values and related impact on performance-based income, as applicable.

Risk Disclosures

Asset Management Revenue Sensitivity

Certain asset management revenues in the Wealth Management and Investment Management business segments are derived from management fees, which are based on fee-based client assets in Wealth Management or AUM in Investment Management (together, “client holdings”). The assets underlying client holdings are primarily composed of equity, fixed income and alternative investments, and are sensitive to changes in related markets. The overall level of these revenues depends on multiple factors that include, but are not limited to, the level and duration of a market increase or decline, price volatility, the geographic and industry mix of client assets, and client behavior such as the rate and magnitude of client investments and redemptions. Therefore, overall revenues do not correlate completely with changes in the related markets.

Credit Risk

Credit risk refers to the risk of loss arising when a borrower, counterparty or issuer does not meet its financial obligations to us. We are primarily exposed to credit risk from institutions and individuals through our Institutional Securities and Wealth Management business segments. For a further discussion of our credit risks, see “Quantitative and Qualitative Disclosures about Risk—Credit Risk” in the 2020 Form 10-K.

Loans and Lending Commitments

\$ in millions	At June 30, 2021			
	HFI	HFS	FVO	Total
Institutional Securities:				
Corporate	\$ 4,724	\$ 7,098	\$ 13	\$ 11,835
Secured lending facilities	28,217	3,951	666	32,834
Commercial and Residential real estate	6,707	620	4,270	11,597
Securities-based lending and Other	586	5	9,353	9,944
Total Institutional Securities	40,234	11,674	14,302	66,210
Wealth Management:				
Residential real estate	38,917	10	—	38,927
Securities-based lending and Other	75,877	12	—	75,889
Total Wealth Management	114,794	22	—	114,816
Total Investment Management¹	5	17	843	865
Total loans²	155,033	11,713	15,145	181,891
ACL	(687)			(687)
Total loans, net of ACL	\$154,346	\$ 11,713	\$15,145	\$ 181,204
Lending commitments³				\$ 139,257
Total exposure				\$ 320,461

\$ in millions	At December 31, 2020			
	HFI	HFS	FVO	Total
Institutional Securities:				
Corporate	\$ 6,046	\$ 8,580	\$ 13	\$ 14,639
Secured lending facilities	25,727	3,296	648	29,671
Commercial and Residential real estate	7,346	859	3,061	11,266
Securities-based lending and Other	1,279	55	7,001	8,335
Total Institutional Securities	40,398	12,790	10,723	63,911
Wealth Management:				
Residential real estate	35,268	11	—	35,279
Securities-based lending and Other	62,947	—	—	62,947
Total Wealth Management	98,215	11	—	98,226
Total Investment Management¹	6	12	425	443
Total loans²	138,619	12,813	11,148	162,580
ACL	(835)			(835)
Total loans, net of ACL	\$137,784	\$ 12,813	\$11,148	\$ 161,745
Lending commitments³				\$ 127,855
Total exposure				\$ 289,600

HFI—Held for investment; HFS—Held for sale; FVO—Fair value option

Total exposure—consists of Total loans, net of ACL, and Lending commitments

1. Investment Management business segment loans are related to certain of our activities as an investment advisor and manager. At June 30, 2021 and December 31, 2020, loans held at fair value are predominantly the result of the consolidation of CLO vehicles, managed by Investment Management, composed primarily of senior secured loans to corporations.
2. FVO also includes the fair value of certain unfunded lending commitments.
3. Lending commitments represent the notional amount of legally binding obligations to provide funding to clients for lending transactions. Since commitments associated with these business activities may expire unused or may not be utilized to full capacity, they do not necessarily reflect the actual future cash funding requirements.

We provide loans and lending commitments to a variety of customers, including large corporate and institutional clients, as well as high to ultra-high net worth individuals. In addition, we purchase loans in the secondary market. Loans and lending commitments are either held for investment, held for sale or carried at fair value. For more information on these loan classifications, see Note 2 to the financial statements in the 2020 Form 10-K.

Total loans and lending commitments increased by approximately \$31 billion since December 31, 2020, primarily due to growth in Securities-based loans and Residential real estate loans within the Wealth Management business segment, as well as increases in Secured lending facilities and event-driven lending commitments within the Institutional Securities business segment.

See Notes 5, 6, 10 and 14 to the financial statements for further information.

Beginning late in the first quarter of 2020 and following in part from the U.S. government’s enactment of the CARES Act, we have granted requests from certain clients for modifications of their credit agreements with us, which in some cases include deferral of their loan payments. In addition to these principal and interest deferrals, we continue to work with certain clients regarding modifications of other terms under their original loan agreements that do not impact contractual loan payments. We do not believe these

Risk Disclosures

modifications have had a material impact on the risk profile of our loan portfolio.

Requests for deferrals and other modifications could continue in future periods. See “Executive Summary—Coronavirus Disease (COVID-19) Pandemic” herein and “Risk Factors” and “Forward Looking Statements” in the 2020 Form 10-K.

For additional information on regulatory guidance which permits certain loan modifications for borrowers impacted by COVID-19 to not be accounted for and reported as TDRs as well as the Firm’s accounting policies for such modifications, see “Liquidity and Capital Resources—Regulatory Requirements—Regulatory Developments” and Note 2 to the financial statements in the 2020 Form 10-K, respectively. For information on HFI loans on nonaccrual status and HFI loans modified and reported as TDRs, see “Status of Loans Held for Investment” herein and Note 10 to the financial statements, and for a discussion of the related accounting policies see Note 2 to the financial statements in the 2020 Form 10-K.

Allowance for Credit Losses—Loans and Lending Commitments

<i>\$ in millions</i>	
ACL—Loans	\$ 835
ACL—Lending Commitments	396
Total at December 31, 2020	1,231
Gross charge-offs	(102)
Provision for credit losses	(25)
Other	(5)
Total at June 30, 2021	\$ 1,099
ACL—Loans	\$ 687
ACL—Lending commitments	412

Provision for Credit Losses by Business Segment

<i>\$ in millions</i>	Three Months Ended June 30, 2021			Six Months Ended June 30, 2021		
	IS	WM	Total	IS	WM	Total
Loans	\$ 12	\$ 4	\$ 16	\$ (41)	\$ (1)	\$ (42)
Lending commitments	58	(1)	57	18	(1)	17
Total	\$ 70	\$ 3	\$ 73	\$ (23)	\$ (2)	\$ (25)

Credit exposure arising from our loans and lending commitments is measured in accordance with our internal risk management standards. Risk factors considered in determining the aggregate allowance for loan and commitment losses include the borrower’s financial strength, industry, facility structure, LTV ratio, debt service ratio, collateral and covenants. Qualitative and environmental factors such as economic and business conditions, nature and volume of the portfolio and lending terms, and volume and severity of past due loans may also be considered.

The aggregate allowance for loans and lending commitments decreased in the current year period, primarily reflecting charge-offs and a release in the allowance for credit losses within the Institutional Securities business segment. The allowance release was primarily a result of improvements in the outlook for macroeconomic conditions and the impact of paydowns on Corporate loans, including by lower-rated

borrowers, partially offset by the provision for one Secured lending facility. The base scenario used in our ACL models as of June 30, 2021 was generated using a combination of industry consensus economic forecasts, forward rates, and internally developed and validated models. Given the nature of our lending portfolio, the most sensitive model input is U.S. gross domestic product. The base scenario, among other things, assumes continued growth over the forecast period with U.S. GDP reaching a year-over-year growth rate of approximately 6% by the fourth quarter of 2021, supported by fiscal stimulus and accommodative monetary policy. See Notes 10 and 14 to the financial statements for further information. See Note 2 to the financial statements in the 2020 Form 10-K for a discussion of the Firm’s ACL methodology under CECL.

Status of Loans Held for Investment

	At June 30, 2021		At December 31, 2020	
	IS	WM	IS	WM
Accrual	98.8%	99.3%	99.2%	99.7%
Nonaccrual ¹	1.2%	0.7%	0.8%	0.3%

1. These loans are on nonaccrual status because the loans were past due for a period of 90 days or more or payment of principal or interest was in doubt.

Institutional Securities Loans and Lending Commitments¹

<i>\$ in millions</i>	At June 30, 2021				
	Contractual Years to Maturity				
	Less than 1	1-3	3-5	Over 5	Total
Loans					
AA	\$ 38	\$ 9	\$ —	\$ 69	\$ 116
A	824	707	408	370	2,309
BBB	6,297	5,113	2,287	578	14,275
BB	11,581	9,095	4,234	1,285	26,195
Other NIG	5,370	6,134	4,161	3,223	18,888
Unrated ²	194	587	485	2,582	3,848
Total loans, net of ACL	24,304	21,645	11,575	8,107	65,631
Lending commitments					
AAA	—	50	—	—	50
AA	3,173	1,118	2,240	—	6,531
A	4,822	6,600	10,180	584	22,186
BBB	10,168	19,803	18,561	659	49,191
BB	3,017	12,323	7,837	152	23,329
Other NIG	1,649	6,663	8,292	6,915	23,519
Unrated ²	—	14	66	2	82
Total lending commitments	22,829	46,571	47,176	8,312	124,888
Total exposure	\$ 47,133	\$ 68,216	\$ 58,751	\$ 16,419	\$ 190,519

Risk Disclosures

\$ in millions	At December 31, 2020					Total
	Contractual Years to Maturity					
	Less than 1	1-3	3-5	Over 5		
Loans						
AA	\$ 279	\$ 10	\$ —	\$ —	\$ 289	
A	759	798	36	391	1,984	
BBB	5,043	5,726	2,746	469	13,984	
BB	10,963	7,749	5,324	503	24,539	
Other NIG	5,214	6,956	4,002	3,269	19,441	
Unrated ²	141	142	330	2,322	2,935	
Total loans, net of ACL	22,399	21,381	12,438	6,954	63,172	
Lending commitments						
AAA	—	50	—	—	50	
AA	4,047	1,038	2,135	—	7,220	
A	6,025	8,359	9,808	425	24,617	
BBB	6,783	17,782	15,500	460	40,525	
BB	4,357	8,958	7,958	3,103	24,376	
Other NIG	664	7,275	6,077	2,652	16,668	
Unrated ²	4	—	—	—	4	
Total lending commitments	21,880	43,462	41,478	6,640	113,460	
Total exposure	\$ 44,279	\$ 64,843	\$ 53,916	\$ 13,594	\$ 176,632	

NIG—Non-investment grade

- Counterparty credit ratings are internally determined by the CRM.
- Unrated loans and lending commitments are primarily trading positions that are measured at fair value and risk-managed as a component of market risk. For a further discussion of our market risk, see "Market Risk" herein.

Institutional Securities Loans and Lending Commitments by Industry

\$ in millions	At June 30, 2021		At December 31, 2020	
Industry				
Financials	\$	50,318	\$	44,358
Real estate		30,622		25,484
Healthcare		17,471		12,650
Industrials		17,069		15,861
Communications services		12,481		12,600
Information technology		11,704		11,358
Consumer discretionary		10,626		11,177
Utilities		10,355		9,504
Energy		8,603		10,064
Consumer staples		8,464		9,088
Materials		5,808		6,084
Insurance		4,583		3,889
Other		2,415		4,515
Total exposure	\$	190,519	\$	176,632

Sectors Currently in Focus due to COVID-19

The economic effects of COVID-19 have impacted borrowers in many sectors and industries, though certain sectors remain more sensitive to the current economic environment and are continuing to receive heightened focus. The sectors currently in focus are: air travel, retail, lodging and leisure, upstream energy, and healthcare services and systems. As of June 30, 2021, exposures to these sectors are included across the Industrials, Financials, Real estate, Consumer discretionary, Energy and Healthcare industries in the previous table, and in aggregate represent approximately 10% of total Institutional Securities business segment lending exposure. Further, as of

June 30, 2021, approximately 90% of these exposures are either investment grade and/or secured by collateral. The future developments of COVID-19 and its effect on the economic environment remain uncertain; therefore, the sectors impacted may change over time. Refer to "Risk Factors" in the 2020 Form 10-K.

Institutional Securities Lending Activities

The Institutional Securities business segment lending activities include Corporate, Secured lending facilities, Commercial real estate and Securities-based lending and Other. As of June 30, 2021, over 90% of our total lending exposure, which consists of loans and lending commitments, is investment grade and/or secured by collateral. For a description of Institutional Securities' lending activities, see "Quantitative and Qualitative Disclosures about Risk—Credit Risk" in the 2020 Form 10-K.

Institutional Securities Event-Driven Loans and Lending Commitments

\$ in millions	At June 30, 2021					Total
	Contractual Years to Maturity					
	Less than 1	1-3	3-5	Over 5		
Loans, net of ACL	\$ 1,415	\$ 382	\$ 498	\$ 2,217	\$ 4,512	
Lending commitments	4,865	6,254	3,359	6,844	21,322	
Total exposure	\$ 6,280	\$ 6,636	\$ 3,857	\$ 9,061	\$ 25,834	

\$ in millions	At December 31, 2020					Total
	Contractual Years to Maturity					
	Less than 1	1-3	3-5	Over 5		
Loans, net of ACL	\$ 1,241	\$ 907	\$ 873	\$ 2,090	\$ 5,111	
Lending commitments	2,810	4,649	2,678	4,650	14,787	
Total exposure	\$ 4,051	\$ 5,556	\$ 3,551	\$ 6,740	\$ 19,898	

Event-driven loans and lending commitments are associated with a particular event or transaction, such as to support client merger, acquisition, recapitalization or project finance activities. Balances may fluctuate as such lending is related to transactions that vary in timing and size from period to period.

Risk Disclosures

Institutional Securities Loans and Lending Commitments Held for Investment

\$ in millions	At June 30, 2021		
	Loans	Lending Commitments	Total
Corporate	\$ 4,724	\$ 72,175	\$ 76,899
Secured lending facilities	28,217	11,387	39,604
Commercial real estate	6,707	308	7,015
Other	586	661	1,247
Total, before ACL	\$ 40,234	\$ 84,531	\$ 124,765
ACL	\$ (579)	\$ (397)	\$ (976)

\$ in millions	At December 31, 2020		
	Loans	Lending Commitments	Total
Corporate	\$ 6,046	\$ 69,488	\$ 75,534
Secured lending facilities	25,727	8,312	34,039
Commercial real estate	7,346	334	7,680
Other	1,279	1,135	2,414
Total, before ACL	\$ 40,398	\$ 79,269	\$ 119,667
ACL	\$ (739)	\$ (391)	\$ (1,130)

Institutional Securities Allowance for Credit Losses—Loans and Lending Commitments

\$ in millions	Corporate	Secured lending facilities	Commercial real estate	Other	Total
ACL—Loans	\$ 309	\$ 198	\$ 211	\$ 21	\$ 739
ACL—Lending commitments	323	38	11	19	391
Total at December 31, 2020	\$ 632	\$ 236	\$ 222	\$ 40	\$ 1,130
Gross charge-offs	(14)	(67)	(21)	—	(102)
Provision for credit losses	(77)	49	5	—	(23)
Other ¹	(2)	(1)	(2)	(24)	(29)
Total at June 30, 2021	\$ 539	\$ 217	\$ 204	\$ 16	\$ 976
ACL—Loans	\$ 199	\$ 177	\$ 194	\$ 9	\$ 579
ACL—Lending commitments	340	40	10	7	397

1. Other primarily reflects the allowance for credit losses associated with the Community Development Fund loans portfolio that was transferred to the Wealth Management business segment from the Institutional Securities business segment in the second quarter of 2021.

Institutional Securities HFI Loans—Ratios of Allowance for Credit Losses to Balance Before Allowance

	At June 30, 2021	At December 31, 2020
Corporate	4.2%	5.1%
Secured lending facilities	0.6%	0.8%
Commercial real estate	2.9%	2.9%
Other	1.5%	1.7%
Total Institutional Securities loans	1.4%	1.8%

Wealth Management Loans and Lending Commitments

\$ in millions	At June 30, 2021					Total
	Contractual Years to Maturity					
	Less than 1	1-3	3-5	Over 5		
Securities-based lending and Other	\$ 65,156	\$ 6,641	\$ 2,236	\$ 1,804	\$ 75,837	
Residential real estate	7	—	6	38,858	38,871	
Total loans, net of ACL	\$ 65,163	\$ 6,641	\$ 2,242	\$ 40,662	\$ 114,708	
Lending commitments	11,104	2,771	170	324	14,369	
Total exposure	\$ 76,267	\$ 9,412	\$ 2,412	\$ 40,986	\$ 129,077	

\$ in millions	At December 31, 2020					Total
	Contractual Years to Maturity					
	Less than 1	1-3	3-5	Over 5		
Securities-based lending and Other	\$ 54,483	\$ 4,587	\$ 2,167	\$ 1,672	\$ 62,909	
Residential real estate	9	1	1	35,210	35,221	
Total loans, net of ACL	\$ 54,492	\$ 4,588	\$ 2,168	\$ 36,882	\$ 98,130	
Lending commitments	11,666	2,356	120	253	14,395	
Total exposure	\$ 66,158	\$ 6,944	\$ 2,288	\$ 37,135	\$ 112,525	

The principal Wealth Management business segment lending activities include Securities-based lending and Residential real estate loans.

Securities-based lending allows clients to borrow money against the value of qualifying securities, generally for any purpose other than purchasing, trading or carrying securities, or refinancing margin debt. For more information about our Securities-based lending and Residential real estate loans, see “Quantitative and Qualitative Disclosures about Risk—Credit Risk” in the 2020 Form 10-K.

Risk Disclosures

Wealth Management Allowance for Credit Losses—Loans and Lending Commitments

<i>\$ in millions</i>	
ACL—Loans	\$ 96
ACL—Lending commitments	5
Total at December 31, 2020	101
Provision for credit losses	(2)
Other ¹	24
Total at June 30, 2021	\$ 123
ACL—Loans	\$ 108
ACL—Lending commitments	15

1. Other primarily reflects the allowance for credit losses associated with the Community Development Fund loans portfolio that was transferred to the Wealth Management business segment from the Institutional Securities business segment in the second quarter of 2021.

At June 30, 2021, more than 75% of Wealth Management Residential real estate loans were to borrowers with “Exceptional” or “Very Good” FICO scores (*i.e.*, exceeding 740). Additionally, Wealth Management’s Securities-based lending portfolio remains well-collateralized and subject to daily client margining, which includes requiring customers to deposit additional collateral, or reduce debt positions, when necessary.

Customer and Other Receivables

Margin Loans and Other lending

<i>\$ in millions</i>	At June 30, 2021	At December 31, 2020
Institutional Securities	\$ 46,020	\$ 51,570
Wealth Management	26,922	23,144
Total	\$ 72,942	\$ 74,714

The Institutional Securities and Wealth Management business segments provide margin lending arrangements that allow customers to borrow against the value of qualifying securities, primarily for the purpose of purchasing additional securities, as well as to collateralize short positions. Institutional Securities primarily includes margin loans in the Equity Financing business. Wealth Management includes margin loans as well as non-purpose securities-based lending on non-bank entities.

Margin lending activities generally have lower credit risk due to the value of collateral held and their short-term nature. Amounts may fluctuate from period to period as overall client balances change as a result of market levels, client positioning and leverage.

Employee Loans

For information on employee loans and related ACL, see Note 10 to the financial statements.

Derivatives

Fair Value of OTC Derivative Assets

<i>\$ in millions</i>	Counterparty Credit Rating ¹					Total
	AAA	AA	A	BBB	NIG	
At June 30, 2021						
Less than 1 year	\$ 1,344	\$ 12,729	\$ 36,065	\$ 20,945	\$ 11,900	\$ 82,983
1-3 years	633	4,916	14,962	12,941	8,197	41,649
3-5 years	471	4,702	8,440	8,095	3,690	25,398
Over 5 years	4,237	26,890	66,977	48,258	10,438	156,800
Total, gross	\$ 6,685	\$ 49,237	\$ 126,444	\$ 90,239	\$ 34,225	\$ 306,830
Counterparty netting	(3,141)	(36,880)	(98,646)	(66,879)	(16,635)	(222,181)
Cash and securities collateral	(3,064)	(8,779)	(22,973)	(17,233)	(8,166)	(60,215)
Total, net	\$ 480	\$ 3,578	\$ 4,825	\$ 6,127	\$ 9,424	\$ 24,434

<i>\$ in millions</i>	Counterparty Credit Rating ¹					Total
	AAA	AA	A	BBB	NIG	
At December 31, 2020						
Less than 1 year	\$ 1,179	\$ 16,166	\$ 52,164	\$ 26,088	\$ 12,175	\$ 107,772
1-3 years	572	5,225	17,560	13,750	8,134	45,241
3-5 years	359	4,326	11,328	8,363	4,488	28,864
Over 5 years	4,545	32,049	84,845	63,084	13,680	198,203
Total, gross	\$ 6,655	\$ 57,766	\$ 165,897	\$ 111,285	\$ 38,477	\$ 380,080
Counterparty netting	(3,269)	(44,306)	(134,310)	(84,171)	(22,227)	(288,283)
Cash and securities collateral	(3,124)	(10,973)	(26,712)	(20,708)	(8,979)	(70,496)
Total, net	\$ 262	\$ 2,487	\$ 4,875	\$ 6,406	\$ 7,271	\$ 21,301

<i>\$ in millions</i>	At June 30, 2021	At December 31, 2020
Industry		
Financials	\$ 7,613	\$ 6,195
Utilities	4,750	3,954
Consumer discretionary	2,314	1,866
Energy	2,040	965
Healthcare	1,011	1,494
Industrials	953	1,291
Information technology	929	1,104
Regional governments	843	806
Not-for-profit organizations	661	701
Real estate	600	378
Communications services	496	529
Insurance	451	518
Sovereign governments	373	650
Materials	329	430
Consumer staples	291	339
Other	780	81
Total	\$ 24,434	\$ 21,301

1. Counterparty credit ratings are determined internally by the CRM.

We are exposed to credit risk as a dealer in OTC derivatives. Credit risk with respect to derivative instruments arises from the possibility that a counterparty may fail to perform according to the terms of the contract. For more information on derivatives, see “Quantitative and Qualitative Disclosures about Risk—Credit Risk—Derivatives” in the 2020 Form 10-K and Note 7 to the financial statements.

Risk Disclosures

Country Risk

Country risk exposure is the risk that events in, or that affect, a foreign country (any country other than the U.S.) might adversely affect us. We actively manage country risk exposure through a comprehensive risk management framework that combines credit and market fundamentals and allows us to effectively identify, monitor and limit country risk. For a further discussion of our country risk exposure see “Quantitative and Qualitative Disclosures about Risk—Country and Other Risks” in the 2020 Form 10-K.

Top 10 Non-U.S. Country Exposures at June 30, 2021

<i>\$ in millions</i>	United Kingdom	Japan	Germany	France	Spain
Sovereign					
Net inventory ¹	\$ (43)	\$ 5,101	\$ 54	\$ (471)	\$ (197)
Net counterparty exposure ²	1	45	85	6	29
Exposure before hedges	(42)	5,146	139	(465)	(168)
Hedges ³	(310)	(79)	(287)	(6)	—
Net exposure	\$ (352)	\$ 5,067	\$ (148)	\$ (471)	\$ (168)
Non-sovereign					
Net inventory ¹	\$ 1,084	\$ 615	\$ 7	\$ (338)	\$ 72
Net counterparty exposure ²	11,117	4,257	2,788	3,068	391
Loans	3,648	381	1,725	513	3,351
Lending commitments	6,165	180	5,979	6,118	1,313
Exposure before hedges	22,014	5,433	10,499	9,361	5,127
Hedges ³	(1,388)	(162)	(1,015)	(734)	(266)
Net exposure	\$ 20,626	\$ 5,271	\$ 9,484	\$ 8,627	\$ 4,861
Total net exposure	\$ 20,274	\$ 10,338	\$ 9,336	\$ 8,156	\$ 4,693

<i>\$ in millions</i>	China	India	Australia	Canada	Brazil
Sovereign					
Net inventory ¹	\$ (89)	\$ 1,178	\$ 570	\$ (447)	\$ 2,115
Net counterparty exposure ²	102	2	45	21	—
Exposure before hedges	13	1,180	615	(426)	2,115
Hedges ³	(82)	—	—	—	(12)
Net exposure	\$ (69)	\$ 1,180	\$ 615	\$ (426)	\$ 2,103
Non-sovereign					
Net inventory ¹	\$ 1,548	\$ 850	\$ 228	\$ 228	\$ 233
Net counterparty exposure ²	780	891	1,061	1,713	320
Loans	744	235	489	141	188
Lending commitments	1,489	—	905	1,483	183
Exposure before hedges	4,561	1,976	2,683	3,565	924
Hedges ³	(131)	—	(185)	(85)	(25)
Net exposure	\$ 4,430	\$ 1,976	\$ 2,498	\$ 3,480	\$ 899
Total net exposure	\$ 4,361	\$ 3,156	\$ 3,113	\$ 3,054	\$ 3,002

1. Net inventory represents exposure to both long and short single-name and index positions (i.e., bonds and equities at fair value and CDS based on a notional amount assuming zero recovery adjusted for the fair value of any receivable or payable).
2. Net counterparty exposure (e.g., repurchase transactions, securities lending and OTC derivatives) is net of the benefit of collateral received and also is net by counterparty when legally enforceable master netting agreements are in place. For more information, see “Additional Information—Top 10 Non-U.S. Country Exposures” herein.
3. Amounts represent net CDS hedges (purchased and sold) on net counterparty exposure and lending executed by trading desks responsible for hedging counterparty and lending credit risk exposures. Amounts are based on the CDS notional amount assuming zero recovery adjusted for any fair value receivable or payable. For further description of the contractual terms for purchased credit protection and whether they may limit the effectiveness of our hedges, see “Quantitative and Qualitative Disclosures about Risk—Credit Risk—Derivatives” in the 2020 Form 10-K.

Additional Information—Top 10 Non-U.S. Country Exposures

Collateral Held against Net Counterparty Exposure¹

<i>\$ in millions</i>		At June 30, 2021
Country of Risk	Collateral²	
Germany	Italy, Croatia and Spain	\$ 11,765
United Kingdom	U.K., U.S. and Spain	10,434
Other	Japan, Italy, and France	17,737

1. The benefit of collateral received is reflected in the Top 10 Non-U.S. Country Exposures at June 30, 2021.
2. Primarily consists of cash, as well as government obligations of the countries listed.

Country Risk Exposures Related to the U.K.

At June 30, 2021, our country risk exposures in the U.K. included net exposures of \$20,274 million (as shown in the Top 10 Non-U.S. Country Exposures table) and overnight deposits of \$9,017 million. The \$20,626 million of exposures to non-sovereigns were diversified across both names and sectors and include \$9,253 million to U.K.-focused counterparties that generate more than one-third of their revenues in the U.K., \$4,131 million to geographically diversified counterparties, and \$6,212 million to exchanges and clearinghouses.

Risk Disclosures

Operational Risk

Operational risk refers to the risk of loss, or of damage to our reputation, resulting from inadequate or failed processes or systems, from human factors or from external events (e.g., fraud, theft, legal and compliance risks, cyber attacks or damage to physical assets). We may incur operational risk across the full scope of our business activities, including revenue-generating activities and support and control groups (e.g., information technology and trade processing). For a further discussion about our operational risk, see “Quantitative and Qualitative Disclosures about Risk—Operational Risk” in the 2020 Form 10-K. In addition, for further information on market and economic conditions and their effects on risk in general, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Executive Summary—Coronavirus Disease (COVID-19) Pandemic” herein and “Risk Factors” in the 2020 Form 10-K.

Model Risk

Model risk refers to the potential for adverse consequences from decisions based on incorrect or misused model outputs. Model risk can lead to financial loss, poor business and strategic decision making or damage to our reputation. The risk inherent in a model is a function of the materiality, complexity and uncertainty around inputs and assumptions. Model risk is generated from the use of models impacting financial statements, regulatory filings, capital adequacy assessments and the formulation of strategy. For a further discussion about our model risk, see “Quantitative and Qualitative Disclosures about Risk—Model Risk” in the 2020 Form 10-K.

Liquidity Risk

Liquidity risk refers to the risk that we will be unable to finance our operations due to a loss of access to the capital markets or difficulty in liquidating our assets. Liquidity risk also encompasses our ability (or perceived ability) to meet our financial obligations without experiencing significant business disruption or reputational damage that may threaten our viability as a going concern. For a further discussion about our liquidity risk, see “Quantitative and Qualitative Disclosures about Risk—Liquidity Risk” in the 2020 Form 10-K and “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Liquidity and Capital Resources” herein. In addition, for further information on market and economic conditions and their effects on risk in general, see “Risk Factors” in the 2020 Form 10-K.

Legal and Compliance Risk

Legal and compliance risk includes the risk of legal or regulatory sanctions, material financial loss, including fines, penalties, judgments, damages and/or settlements, or loss to reputation that we may suffer as a result of failure to comply

with laws, regulations, rules, related self-regulatory organization standards and codes of conduct applicable to our business activities. This risk also includes contractual and commercial risk, such as the risk that a counterparty’s performance obligations will be unenforceable. It also includes compliance with AML, terrorist financing, and anti-corruption rules and regulations. For a further discussion about our legal and compliance risk, see “Quantitative and Qualitative Disclosures about Risk—Legal and Compliance Risk” in the 2020 Form 10-K.

Report of Independent Registered Public Accounting Firm

To the Shareholders and the Board of Directors of Morgan Stanley:

Results of Review of Interim Financial Information

We have reviewed the accompanying condensed consolidated balance sheet of Morgan Stanley and subsidiaries (the “Firm”) as of June 30, 2021, and the related condensed consolidated income statements, comprehensive income statements and statements of changes in total equity for the three-month and six-month periods ended June 30, 2021 and 2020, and the cash flow statements for the six-month periods ended June 30, 2021 and 2020, and the related notes (collectively referred to as the “interim financial information”). Based on our reviews, we are not aware of any material modifications that should be made to the accompanying interim financial information for it to be in conformity with accounting principles generally accepted in the United States of America.

We have previously audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated balance sheet of the Firm as of December 31, 2020, and the related consolidated income statement, comprehensive income statement, cash flow statement and statement of changes in total equity for the year then ended (not presented herein) included in the Firm’s Annual Report on Form 10-K; and in our report dated February 26, 2021, we expressed an unqualified opinion on those consolidated financial statements. In our opinion, the information set forth in the accompanying condensed consolidated balance sheet as of December 31, 2020 is fairly stated, in all material respects, in relation to the consolidated balance sheet from which it has been derived.

Basis for Review Results

This interim financial information is the responsibility of the Firm’s management. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Firm in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our reviews in accordance with the standards of the PCAOB. A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with the standards of the PCAOB, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

/s/ Deloitte & Touche LLP

New York, New York

August 2, 2021

Consolidated Income Statements (Unaudited)

Morgan Stanley

<i>in millions, except per share data</i>	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Revenues				
Investment banking	\$ 2,560	\$ 2,142	\$ 5,400	\$ 3,413
Trading	3,330	4,803	7,555	7,604
Investments	381	275	699	313
Commissions and fees	1,308	1,102	2,934	2,462
Asset management	4,973	3,265	9,371	6,682
Other	342	473	626	9
Total non-interest revenues	12,894	12,060	26,585	20,483
Interest income	2,212	2,358	4,649	5,861
Interest expense	347	758	756	2,905
Net interest	1,865	1,600	3,893	2,956
Net revenues	14,759	13,660	30,478	23,439
Provision for credit losses	73	239	(25)	646
Non-interest expenses				
Compensation and benefits	6,423	6,035	13,221	10,318
Brokerage, clearing and exchange fees	795	716	1,705	1,456
Information processing and communications	765	589	1,498	1,152
Professional services	746	535	1,370	984
Occupancy and equipment	414	365	819	730
Marketing and business development	146	63	292	195
Other	831	763	1,688	1,457
Total non-interest expenses	10,120	9,066	20,593	16,292
Income before provision for income taxes	4,566	4,355	9,910	6,501
Provision for income taxes	1,054	1,119	2,230	1,485
Net income	\$ 3,512	\$ 3,236	\$ 7,680	\$ 5,016
Net income applicable to noncontrolling interests	1	40	49	122
Net income applicable to Morgan Stanley	\$ 3,511	\$ 3,196	\$ 7,631	\$ 4,894
Preferred stock dividends	103	149	241	257
Earnings applicable to Morgan Stanley common shareholders	\$ 3,408	\$ 3,047	\$ 7,390	\$ 4,637
Earnings per common share				
Basic	\$ 1.88	\$ 1.98	\$ 4.10	\$ 3.00
Diluted	\$ 1.85	\$ 1.96	\$ 4.04	\$ 2.96
Average common shares outstanding				
Basic	1,814	1,541	1,804	1,548
Diluted	1,841	1,557	1,829	1,565

Consolidated Comprehensive Income Statements (Unaudited)

<i>\$ in millions</i>	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Net income	\$ 3,512	\$ 3,236	\$ 7,680	\$ 5,016
Other comprehensive income (loss), net of tax:				
Foreign currency translation adjustments	41	21	(178)	(111)
Change in net unrealized gains (losses) on available-for-sale securities	(7)	295	(783)	1,620
Pension and other	12	(1)	17	24
Change in net debt valuation adjustment	186	(2,496)	323	1,307
Total other comprehensive income (loss)	\$ 232	\$ (2,181)	\$ (621)	\$ 2,840
Comprehensive income	\$ 3,744	\$ 1,055	\$ 7,059	\$ 7,856
Net income applicable to noncontrolling interests	1	40	49	122
Other comprehensive income (loss) applicable to noncontrolling interests	1	(87)	(60)	51
Comprehensive income applicable to Morgan Stanley	\$ 3,742	\$ 1,102	\$ 7,070	\$ 7,683

Consolidated Balance Sheets

Morgan Stanley

	(Unaudited) At June 30, 2021	At December 31, 2020
<i>\$ in millions, except share data</i>		
Assets		
Cash and cash equivalents	\$ 126,480	\$ 105,654
Trading assets at fair value (\$108,288 and \$132,578 were pledged to various parties)	321,145	312,738
Investment securities (includes \$93,222 and \$110,383 at fair value)	175,342	182,154
Securities purchased under agreements to resell (includes \$10 and \$15 at fair value)	95,930	116,234
Securities borrowed	126,703	112,391
Customer and other receivables	100,921	97,737
Loans:		
Held for investment (net of allowance for credit losses of \$687 and \$835)	154,346	137,784
Held for sale	11,713	12,813
Goodwill	16,838	11,635
Intangible assets (net of accumulated amortization of \$3,518 and \$3,265)	8,690	4,980
Other assets	23,697	21,742
Total assets	\$ 1,161,805	\$ 1,115,862
Liabilities		
Deposits (includes \$2,672 and \$3,521 at fair value)	\$ 320,358	\$ 310,782
Trading liabilities at fair value	169,074	157,631
Securities sold under agreements to repurchase (includes \$1,028 and \$1,115 at fair value)	57,645	50,587
Securities loaned	9,574	7,731
Other secured financings (includes \$6,574 and \$11,701 at fair value)	11,232	15,863
Customer and other payables	233,810	227,437
Other liabilities and accrued expenses	27,808	25,603
Borrowings (includes \$75,508 and \$73,701 at fair value)	224,142	217,079
Total liabilities	1,053,643	1,012,713
Commitments and contingent liabilities (see Note 14)		
Equity		
Morgan Stanley shareholders' equity:		
Preferred stock	7,750	9,250
Common stock, \$0.01 par value:		
Shares authorized: 3,500,000,000; Shares issued: 2,038,893,979; Shares outstanding: 1,834,370,291 and 1,809,624,144	20	20
Additional paid-in capital	28,030	25,546
Retained earnings	84,791	78,694
Employee stock trusts	3,768	3,043
Accumulated other comprehensive income (loss)	(2,523)	(1,962)
Common stock held in treasury at cost, \$0.01 par value (204,523,688 and 229,269,835 shares)	(11,198)	(9,767)
Common stock issued to employee stock trusts	(3,768)	(3,043)
Total Morgan Stanley shareholders' equity	106,870	101,781
Noncontrolling interests	1,292	1,368
Total equity	108,162	103,149
Total liabilities and equity	\$ 1,161,805	\$ 1,115,862

Consolidated Statements of Changes in Total Equity (Unaudited)

Morgan Stanley

<i>\$ in millions</i>	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Preferred Stock				
Beginning balance	\$ 7,750	\$ 8,520	\$ 9,250	\$ 8,520
Redemption of Series J preferred stock	—	—	(1,500)	—
Ending balance	7,750	8,520	7,750	8,520
Common Stock				
Beginning and ending balance	20	20	20	20
Additional Paid-in Capital				
Beginning balance	27,406	23,428	25,546	23,935
Share-based award activity	624	354	292	(153)
Issuance of common stock for the acquisition of Eaton Vance	—	—	2,185	—
Other net increases (decreases)	—	—	7	—
Ending balance	28,030	23,782	28,030	23,782
Retained Earnings				
Beginning balance	82,034	71,518	78,694	70,589
Cumulative adjustment related to the adoption of financial instruments-credit losses accounting update ¹	—	—	—	(100)
Net income applicable to Morgan Stanley	3,511	3,196	7,631	4,894
Preferred stock dividends ²	(103)	(149)	(241)	(257)
Common stock dividends ²	(651)	(550)	(1,286)	(1,111)
Other net increases (decreases)	—	—	(7)	—
Ending balance	84,791	74,015	84,791	74,015
Employee Stock Trusts				
Beginning balance	3,861	3,088	3,043	2,918
Share-based award activity	(93)	(70)	725	100
Ending balance	3,768	3,018	3,768	3,018
Accumulated Other Comprehensive Income (Loss)				
Beginning balance	(2,754)	2,095	(1,962)	(2,788)
Net change in Accumulated other comprehensive income (loss)	231	(2,094)	(561)	2,789
Ending balance	(2,523)	1	(2,523)	1
Common Stock Held in Treasury at Cost				
Beginning balance	(8,197)	(19,721)	(9,767)	(18,727)
Share-based award activity	17	56	1,037	844
Repurchases of common stock and employee tax withholdings	(3,018)	(28)	(5,600)	(1,810)
Issuance of common stock for the acquisition of Eaton Vance	—	—	3,132	—
Ending balance	(11,198)	(19,693)	(11,198)	(19,693)
Common Stock Issued to Employee Stock Trusts				
Beginning balance	(3,861)	(3,088)	(3,043)	(2,918)
Share-based award activity	93	70	(725)	(100)
Ending balance	(3,768)	(3,018)	(3,768)	(3,018)
Noncontrolling Interests				
Beginning balance	1,329	1,368	1,368	1,148
Net income applicable to noncontrolling interests	1	40	49	122
Net change in Accumulated other comprehensive income (loss) applicable to noncontrolling interests	1	(87)	(60)	51
Other net increases (decreases)	(39)	43	(65)	43
Ending balance	1,292	1,364	1,292	1,364
Total Equity	\$ 108,162	\$ 88,009	\$ 108,162	\$ 88,009

1. See Notes 2 and 18 in the 2020 Form 10-K for further information regarding cumulative adjustments for accounting changes.

2. See Note 17 for information regarding dividends per share for each class of stock.

Consolidated Cash Flow Statements (Unaudited)

Morgan Stanley

<i>\$ in millions</i>	Six Months Ended June 30,	
	2021	2020
Cash flows from operating activities		
Net income	\$ 7,680	\$ 5,016
Adjustments to reconcile net income to net cash provided by (used for) operating activities:		
Stock-based compensation expense	1,136	548
Depreciation and amortization	1,944	1,510
Provision for credit losses	(25)	646
Other operating adjustments	(165)	599
Changes in assets and liabilities:		
Trading assets, net of Trading liabilities	(1,526)	17,539
Securities borrowed	(14,312)	(285)
Securities loaned	1,843	1,987
Customer and other receivables and other assets	(2,360)	(7,789)
Customer and other payables and other liabilities	9,917	(1,005)
Securities purchased under agreements to resell	20,304	(8,388)
Securities sold under agreements to repurchase	7,058	(3,352)
Net cash provided by (used for) operating activities	31,494	7,026
Cash flows from investing activities		
Proceeds from (payments for):		
Other assets—Premises, equipment and software, net	(1,039)	(782)
Changes in loans, net	(17,426)	(8,700)
Investment securities:		
Purchases	(40,125)	(33,195)
Proceeds from sales	17,546	3,581
Proceeds from paydowns and maturities	24,479	5,616
Cash paid as part of the Eaton Vance acquisition, net of cash acquired	(2,648)	—
Other investing activities	(231)	(138)
Net cash provided by (used for) investing activities	(19,444)	(33,618)
Cash flows from financing activities		
Net proceeds from (payments for):		
Other secured financings	(1,107)	332
Deposits	9,643	46,287
Proceeds from issuance of Borrowings	49,100	32,914
Payments for:		
Borrowings	(40,300)	(24,632)
Repurchases of common stock and employee tax withholdings	(5,600)	(1,810)
Cash dividends	(1,501)	(1,328)
Other financing activities	(186)	(164)
Net cash provided by (used for) financing activities	10,049	51,599
Effect of exchange rate changes on cash and cash equivalents	(1,273)	(902)
Net increase (decrease) in cash and cash equivalents	20,826	24,105
Cash and cash equivalents, at beginning of period	105,654	82,171
Cash and cash equivalents, at end of period	\$ 126,480	\$ 106,276
Supplemental Disclosure of Cash Flow Information		
Cash payments for:		
Interest	\$ 881	\$ 2,742
Income taxes, net of refunds	2,033	679

Notes to Consolidated Financial Statements (Unaudited)

Morgan Stanley

1. Introduction and Basis of Presentation

The Firm

Morgan Stanley is a global financial services firm that maintains significant market positions in each of its business segments—Institutional Securities, Wealth Management and Investment Management. Morgan Stanley, through its subsidiaries and affiliates, provides a wide variety of products and services to a large and diversified group of clients and customers, including corporations, governments, financial institutions and individuals. Unless the context otherwise requires, the terms “Morgan Stanley” or the “Firm” mean Morgan Stanley (the “Parent Company”) together with its consolidated subsidiaries. See the “Glossary of Common Terms and Acronyms” for the definition of certain terms and acronyms used throughout this Form 10-Q.

A description of the clients and principal products and services of each of the Firm’s business segments is as follows:

Institutional Securities provides a variety of products and services to corporations, governments, financial institutions and ultra-high net worth clients. Investment banking services consist of capital raising and financial advisory services, including services relating to the underwriting of debt, equity and other securities, as well as advice on mergers and acquisitions, restructurings and project finance. Our Equity and Fixed Income businesses include sales, financing, prime brokerage, market-making, Asia wealth management services and certain business-related investments. Lending activities include originating corporate loans and commercial real estate loans, providing secured lending facilities, and extending securities-based and other financing to customers. Other activities include research.

Wealth Management provides a comprehensive array of financial services and solutions to individual investors and small to medium-sized businesses and institutions covering: financial advisor-led brokerage and investment advisory services; self-directed brokerage services; financial and wealth planning services; workplace services including stock plan administration; annuity and insurance products; securities-based lending, residential real estate loans and other lending products; banking; and retirement plan services.

Investment Management provides a broad range of investment strategies and products that span geographies, asset classes, and public and private markets to a diverse group of clients across institutional and intermediary channels. Strategies and products, which are offered through a variety of investment vehicles, include equity, fixed income, alternatives and solutions, and liquidity and overlay services. Institutional clients include defined benefit/defined contribution plans, foundations,

endowments, government entities, sovereign wealth funds, insurance companies, third-party fund sponsors and corporations. Individual clients are generally served through intermediaries, including affiliated and non-affiliated distributors.

Basis of Financial Information

The financial statements are prepared in accordance with U.S. GAAP, which requires the Firm to make estimates and assumptions regarding the valuations of certain financial instruments, the valuations of goodwill and intangible assets, the outcome of legal and tax matters, deferred tax assets, ACL, and other matters that affect its financial statements and related disclosures. The Firm believes that the estimates utilized in the preparation of its financial statements are prudent and reasonable. Actual results could differ materially from these estimates.

The financial statements reflect the effects of the following reclassifications to prior period amounts. The Provision for credit losses for loans and lending commitments is presented as a separate line in the income statements. Previously, the provision for credit losses for loans was included in Other revenues, and the provision for credit losses for lending commitments was included in Other expenses. In addition, economic hedges of certain held-for-sale and held-for-investment loans, which were previously reported in Trading revenues, are reported in Other revenues.

The Notes are an integral part of the Firm’s financial statements. The Firm has evaluated subsequent events for adjustment to or disclosure in these financial statements through the date of this report and has not identified any recordable or disclosable events not otherwise reported in these financial statements or the notes thereto.

The accompanying financial statements should be read in conjunction with the Firm’s financial statements and notes thereto included in the 2020 Form 10-K. Certain footnote disclosures included in the 2020 Form 10-K have been condensed or omitted from these financial statements as they are not required for interim reporting under U.S. GAAP. The financial statements reflect all adjustments of a normal, recurring nature that are, in the opinion of management, necessary for the fair presentation of the results for the interim period. The results of operations for interim periods are not necessarily indicative of results for the entire year.

Consolidation

The financial statements include the accounts of the Firm, its wholly owned subsidiaries and other entities in which the Firm has a controlling financial interest, including certain VIEs (see Note 15). Intercompany balances and transactions have been eliminated. For consolidated subsidiaries that are not wholly owned, the third-party holdings of equity interests are referred to as Noncontrolling interests. The net income attributable to Noncontrolling interests for such subsidiaries is

Notes to Consolidated Financial Statements (Unaudited)

Morgan Stanley

presented as Net income applicable to noncontrolling interests in the income statements. The portion of shareholders' equity that is attributable to noncontrolling interests for such subsidiaries is presented as noncontrolling interests, a component of Total equity, in the balance sheets.

For a discussion of the Firm's significant regulated U.S. and international subsidiaries and its involvement with VIEs, see Note 1 to the financial statements in the 2020 Form 10-K.

2. Significant Accounting Policies

For a detailed discussion about the Firm's significant accounting policies and for further information on accounting updates adopted in the prior year, see Note 2 to the financial statements in the 2020 Form 10-K.

During the six months ended June 30, 2021 ("current year period"), there were no significant updates to the Firm's significant accounting policies, other than as described below and in Note 1 to the financial statements.

The Firm's acquisition of Eaton Vance Corp. ("Eaton Vance") on March 1, 2021 added indefinite lived intangible assets to the Firm's balance sheet. Indefinite lived intangible assets are not amortized but are tested for impairment on an annual basis and on an interim basis when certain events or circumstances exist. For both the annual and interim tests, the Firm has the option to either (i) perform a quantitative impairment test or (ii) first perform a qualitative assessment to determine whether it is more likely than not that the asset is impaired, in which case the quantitative test would be performed.

3. Acquisitions

Acquisition of Eaton Vance

On March 1, 2021, the Firm completed the acquisition of 100% of Eaton Vance in a stock and cash transaction, which increases the scale and breadth of the Investment Management business segment. Total consideration for the transaction was approximately \$8.7 billion, which consists of the \$5.3 billion fair value of 69 million common shares issued from Common stock held in treasury and cash of approximately \$3.4 billion.

Upon acquisition, the assets and liabilities of Eaton Vance were adjusted to their respective fair values as of the closing date of the transaction, including the identifiable intangible assets acquired. In addition, the excess of the purchase price over the fair value of the net assets acquired has been recorded as goodwill. The fair value estimates used in valuing certain acquired assets and liabilities are based, in part, on inputs that are unobservable. For intangible assets, these include, but are not limited to, forecasted future cash flows, revenue growth rates, attrition rates and discount rates.

Eaton Vance Purchase Price Allocation

<i>\$ in millions</i>	At March 1, 2021	
Assets		
Cash and cash equivalents	\$	691
Trading assets at fair value:		
Loans and lending commitments		445
Investments		299
Corporate and other debt		52
Customer and other receivables		331
Goodwill		5,270
Intangible assets		3,956
Other assets		836
Total assets	\$	11,880
Liabilities		
Other secured financings	\$	399
Other liabilities and accrued expenses		2,147
Borrowings		678
Total liabilities	\$	3,224

Acquired Intangible Assets

<i>\$ in millions</i>	Weighted average life (years)	At March 1, 2021	
Non-amortizable			
Management contracts	indefinite	\$	2,120
Amortizable			
Customer relationships	16		1,455
Tradenames	23		221
Management contracts	16		160
Total acquired intangible assets		\$	3,956

Eaton Vance Results Included in the Firm's Consolidated Results

<i>\$ in millions</i>	Three Months Ended June 30, 2021		Six Months Ended June 30, 2021 ¹	
Net revenues	\$	535	\$	709
Net income		119		150

1. Reflects Eaton Vance results from March 1, 2021 through June 30, 2021.

Morgan Stanley and Eaton Vance Proforma Combined Financial Information

<i>\$ in millions</i>	Three Months Ended June 30,		Six Months Ended June 30,	
	2021 ¹	2020	2021	2020
Net revenues	\$ 14,759	\$ 14,076	\$ 30,774	\$ 24,241
Net income	3,512	3,282	7,780	4,691

1. Amounts are the same as those presented in the Consolidated Income Statement for the current quarter.

The proforma financial information presented in the previous table was computed by combining the historical financial information of the Firm and Eaton Vance along with the effects of the acquisition method of accounting for business combinations as though the companies were combined on January 1, 2020.

The proforma information does not reflect the potential benefits of cost and funding synergies, opportunities to earn additional revenues, or other factors, and therefore does not represent what the actual Net revenues and Net income would

Notes to Consolidated Financial Statements (Unaudited)

have been had the companies actually been combined as of this date.

4. Cash and Cash Equivalents

Cash and cash equivalents consist of Cash and due from banks and Interest bearing deposits with banks. Cash equivalents are highly liquid investments with remaining maturities of three months or less from the acquisition date that are readily convertible to cash and are not held for trading purposes.

<i>\$ in millions</i>	At June 30, 2021	At December 31, 2020
Cash and due from banks	\$ 8,943	\$ 9,792
Interest bearing deposits with banks	117,537	95,862
Total Cash and cash equivalents	\$ 126,480	\$ 105,654
Restricted cash	\$ 41,203	\$ 38,202

Cash and cash equivalents also include Restricted cash such as cash segregated in compliance with federal or other regulations, including minimum reserve requirements set by the Federal Reserve Bank and other central banks, and the Firm's initial margin deposited with clearing organizations.

5. Fair Values

Recurring Fair Value Measurements

Assets and Liabilities Measured at Fair Value on a Recurring Basis

<i>\$ in millions</i>	At June 30, 2021				
	Level 1	Level 2	Level 3	Netting ¹	Total
Assets at fair value					
Trading assets:					
U.S. Treasury and agency securities	\$ 48,097	\$ 28,134	\$ 25	\$ —	\$ 76,256
Other sovereign government obligations	32,496	5,020	78	—	37,594
State and municipal securities	—	2,002	4	—	2,006
MABS	—	1,424	357	—	1,781
Loans and lending commitments ²	—	10,249	4,896	—	15,145
Corporate and other debt	—	31,781	1,801	—	33,582
Corporate equities ³	104,834	508	150	—	105,492
Derivative and other contracts:					
Interest rate	1,805	174,122	1,241	—	177,168
Credit	—	7,673	636	—	8,309
Foreign exchange	41	70,710	95	—	70,846
Equity	1,051	68,919	387	—	70,357
Commodity and other	4,932	17,576	2,557	—	25,065
Netting ¹	(6,406)	(250,928)	(975)	(52,481)	(310,790)
Total derivative and other contracts	1,423	88,072	3,941	(52,481)	40,955
Investments ⁴	638	571	978	—	2,187
Physical commodities	—	2,106	—	—	2,106
Total trading assets ⁴	187,488	169,867	12,230	(52,481)	317,104
Investment securities—AFS	46,234	46,988	—	—	93,222
Securities purchased under agreements to resell	—	10	—	—	10
Total assets at fair value	\$233,722	\$216,865	\$12,230	\$(52,481)	\$410,336

<i>\$ in millions</i>	At June 30, 2021				
	Level 1	Level 2	Level 3	Netting ¹	Total
Liabilities at fair value					
Deposits	\$ —	\$ 2,586	\$ 86	\$ —	\$ 2,672
Trading liabilities:					
U.S. Treasury and agency securities	14,504	377	—	—	14,881
Other sovereign government obligations	27,980	2,030	—	—	30,010
Corporate and other debt	—	12,367	9	—	12,376
Corporate equities ³	73,195	471	50	—	73,716
Derivative and other contracts:					
Interest rate	1,855	158,946	573	—	161,374
Credit	—	8,354	839	—	9,193
Foreign exchange	32	66,144	62	—	66,238
Equity	1,274	79,795	1,224	—	82,293
Commodity and other	4,750	16,103	1,127	—	21,980
Netting ¹	(6,406)	(250,928)	(975)	(44,678)	(302,987)
Total derivative and other contracts	1,505	78,414	2,850	(44,678)	38,091
Total trading liabilities	117,184	93,659	2,909	(44,678)	169,074
Securities sold under agreements to repurchase	—	579	449	—	1,028
Other secured financings	—	6,173	401	—	6,574
Borrowings	—	73,533	1,975	—	75,508
Total liabilities at fair value	\$117,184	\$176,530	\$ 5,820	\$(44,678)	\$254,856

<i>\$ in millions</i>	At December 31, 2020				
	Level 1	Level 2	Level 3	Netting ¹	Total
Assets at fair value					
Trading assets:					
U.S. Treasury and agency securities	\$ 43,084	\$ 31,524	\$ 9	\$ —	\$ 74,617
Other sovereign government obligations	26,174	5,048	268	—	31,490
State and municipal securities	—	1,135	—	—	1,135
MABS	—	1,070	322	—	1,392
Loans and lending commitments ²	—	5,389	5,759	—	11,148
Corporate and other debt	—	30,093	3,435	—	33,528
Corporate equities ³	111,575	1,142	86	—	112,803
Derivative and other contracts:					
Interest rate	4,458	227,818	1,210	—	233,486
Credit	—	6,840	701	—	7,541
Foreign exchange	29	93,770	260	—	94,059
Equity	1,132	65,943	1,369	—	68,444
Commodity and other	1,818	10,108	2,723	—	14,649
Netting ¹	(5,488)	(310,534)	(1,351)	(62,956)	(380,329)
Total derivative and other contracts	1,949	93,945	4,912	(62,956)	37,850
Investments ⁴	624	234	828	—	1,686
Physical commodities	—	3,260	—	—	3,260
Total trading assets ⁴	183,406	172,840	15,619	(62,956)	308,909
Investment securities—AFS	46,354	61,225	2,804	—	110,383
Securities purchased under agreements to resell	—	12	3	—	15
Total assets at fair value	\$229,760	\$234,077	\$18,426	\$(62,956)	\$419,307

Notes to Consolidated Financial Statements (Unaudited)

\$ in millions	At December 31, 2020				
	Level 1	Level 2	Level 3	Netting ¹	Total
Liabilities at fair value					
Deposits	\$ —	\$ 3,395	\$ 126	\$ —	\$ 3,521
Trading liabilities:					
U.S. Treasury and agency securities	10,204	1	—	—	10,205
Other sovereign government obligations	24,209	1,738	16	—	25,963
Corporate and other debt	—	8,468	—	—	8,468
Corporate equities ³	67,822	172	63	—	68,057
Derivative and other contracts:					
Interest rate	4,789	213,321	528	—	218,638
Credit	—	7,500	652	—	8,152
Foreign exchange	11	94,698	199	—	94,908
Equity	1,245	81,683	3,600	—	86,528
Commodity and other	1,758	9,418	1,014	—	12,190
Netting ¹	(5,488)	(310,534)	(1,351)	(58,105)	(375,478)
Total derivative and other contracts	2,315	96,086	4,642	(58,105)	44,938
Total trading liabilities	104,550	106,465	4,721	(58,105)	157,631
Securities sold under agreements to repurchase	—	671	444	—	1,115
Other secured financings	—	11,185	516	—	11,701
Borrowings	—	69,327	4,374	—	73,701
Total liabilities at fair value	\$104,550	\$191,043	\$10,181	\$(58,105)	\$247,669

MABS—Mortgage- and asset-backed securities

- For positions with the same counterparty that cross over the levels of the fair value hierarchy, both counterparty netting and cash collateral netting are included in the column titled "Netting." Positions classified within the same level that are with the same counterparty are netted within that level. For further information on derivative instruments and hedging activities, see Note 7.
- For a further breakdown by type, see the following Detail of Loans and Lending Commitments at Fair Value table.
- For trading purposes, the Firm holds or sells short equity securities issued by entities in diverse industries and of varying sizes.
- Amounts exclude certain investments that are measured based on NAV per share, which are not classified in the fair value hierarchy. For additional disclosure about such investments, see "Net Asset Value Measurements" herein.

Detail of Loans and Lending Commitments at Fair Value

\$ in millions	At June 30, 2021	At December 31, 2020
Corporate	\$ 13	\$ 13
Secured lending facilities	666	648
Commercial Real Estate	2,441	916
Residential Real Estate	1,829	2,145
Securities-based lending and Other loans	10,196	7,426
Total	\$ 15,145	\$ 11,148

Unsettled Fair Value of Futures Contracts¹

\$ in millions	At June 30, 2021	At December 31, 2020
Customer and other receivables, net	\$ 323	\$ 434

- These contracts are primarily Level 1, actively traded, valued based on quoted prices from the exchange and are excluded from the previous recurring fair value tables.

For a description of the valuation techniques applied to the Firm's major categories of assets and liabilities measured at fair value on a recurring basis, see Note 5 to the financial statements in the 2020 Form 10-K. During the current quarter, there were no significant revisions made to the Firm's valuation techniques.

Rollforward of Level 3 Assets and Liabilities Measured at Fair Value on a Recurring Basis

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
U.S. Treasury and agency securities				
Beginning balance	\$ 12	\$ 99	\$ 9	\$ 22
Realized and unrealized gains (losses)	44	(3)	59	(20)
Purchases	22	81	25	108
Sales	(68)	(38)	(68)	(23)
Net transfers	15	(42)	—	10
Ending balance	\$ 25	\$ 97	\$ 25	\$ 97
Unrealized gains (losses)	\$ 44	\$ (1)	\$ 58	\$ (21)
Other sovereign government obligations				
Beginning balance	\$ 17	\$ 17	\$ 268	\$ 5
Realized and unrealized gains (losses)	—	(1)	—	—
Purchases	75	—	76	9
Sales	(16)	(3)	(260)	(4)
Net transfers	2	(2)	(6)	1
Ending balance	\$ 78	\$ 11	\$ 78	\$ 11
Unrealized gains (losses)	\$ —	\$ (1)	\$ —	\$ —
State and municipal securities				
Beginning balance	\$ —	\$ 1	\$ —	\$ 1
Purchases	4	—	4	—
Net transfers	—	(1)	—	(1)
Ending balance	\$ 4	\$ —	\$ 4	\$ —
Unrealized gains (losses)	\$ —	\$ —	\$ —	\$ —
MABS				
Beginning balance	\$ 374	\$ 483	\$ 322	\$ 438
Realized and unrealized gains (losses)	8	11	59	(62)
Purchases	21	274	128	384
Sales	(58)	(401)	(123)	(418)
Net transfers	12	12	(29)	37
Ending balance	\$ 357	\$ 379	\$ 357	\$ 379
Unrealized gains (losses)	\$ 6	\$ 8	\$ 1	\$ (60)
Loans and lending commitments				
Beginning balance	\$ 5,045	\$ 5,980	\$ 5,759	\$ 5,073
Realized and unrealized gains (losses)	22	(2)	3	(119)
Purchases and originations	1,527	808	2,673	1,160
Sales	(1,438)	(672)	(2,569)	(755)
Settlements	(712)	(901)	(933)	(1,508)
Net transfers ¹	452	(1,145)	(37)	217
Ending balance	\$ 4,896	\$ 4,068	\$ 4,896	\$ 4,068
Unrealized gains (losses)	\$ 38	\$ 5	\$ 9	\$ (116)
Corporate and other debt				
Beginning balance	\$ 3,319	\$ 1,708	\$ 3,435	\$ 1,396
Realized and unrealized gains (losses)	207	55	135	(87)
Purchases and originations	883	2,859	1,413	2,522
Sales	(908)	(1,726)	(1,087)	(861)
Settlements	—	(232)	—	(311)
Net transfers ²	(1,700)	22	(2,095)	27
Ending balance	\$ 1,801	\$ 2,686	\$ 1,801	\$ 2,686
Unrealized gains (losses)	\$ 264	\$ 46	\$ 248	\$ (92)

Notes to Consolidated Financial Statements (Unaudited)

Morgan Stanley

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Corporate equities				
Beginning balance	\$ 114	\$ 146	\$ 86	\$ 97
Realized and unrealized gains (losses)	12	(12)	26	(100)
Purchases	25	13	50	24
Sales	(36)	(25)	(38)	(127)
Net transfers	35	(39)	26	189
Ending balance	\$ 150	\$ 83	\$ 150	\$ 83
Unrealized gains (losses)	\$ 15	\$ (9)	\$ 28	\$ (91)
Investments				
Beginning balance	\$ 924	\$ 725	\$ 828	\$ 858
Realized and unrealized gains (losses)	47	(23)	107	(49)
Purchases	28	14	92	17
Sales	(9)	(11)	(24)	(20)
Net transfers	(12)	54	(25)	(47)
Ending balance	\$ 978	\$ 759	\$ 978	\$ 759
Unrealized gains (losses)	\$ 47	\$ (22)	\$ 94	\$ (50)
Investment securities —AFS				
Beginning balance	\$ 127	\$ —	\$ 2,804	\$ —
Realized and unrealized gains (losses)	—	—	(4)	—
Sales	(11)	—	(203)	—
Net transfers ³	(116)	—	(2,597)	—
Ending balance	\$ —	\$ —	\$ —	\$ —
Unrealized gains (losses)	\$ —	\$ —	\$ —	\$ —
Securities purchased under agreements to resell				
Beginning balance	\$ —	\$ —	\$ 3	\$ —
Net transfers	—	—	(3)	—
Ending balance	\$ —	\$ —	\$ —	\$ —
Unrealized gains (losses)	\$ —	\$ —	\$ —	\$ —
Net derivatives: Interest rate				
Beginning balance	\$ 691	\$ 873	\$ 682	\$ 777
Realized and unrealized gains (losses)	(43)	(126)	(388)	70
Purchases	41	11	57	129
Issuances	(52)	(24)	(66)	(27)
Settlements	18	(12)	103	(26)
Net transfers	13	38	280	(163)
Ending balance	\$ 668	\$ 760	\$ 668	\$ 760
Unrealized gains (losses)	\$ (40)	\$ (160)	\$ (370)	\$ 27
Net derivatives: Credit				
Beginning balance	\$ (82)	\$ 198	\$ 49	\$ 124
Realized and unrealized gains (losses)	(88)	(74)	(75)	(60)
Purchases	17	13	25	44
Issuances	(24)	(22)	(38)	(39)
Settlements	36	54	(60)	102
Net transfers	(62)	(38)	(104)	(40)
Ending balance	\$ (203)	\$ 131	\$ (203)	\$ 131
Unrealized gains (losses)	\$ (76)	\$ (143)	\$ (75)	\$ (63)

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Net derivatives: Foreign exchange				
Beginning balance	\$ (110)	\$ (150)	\$ 61	\$ (31)
Realized and unrealized gains (losses)	96	122	(26)	94
Purchases	2	—	4	3
Issuances	—	—	(2)	(9)
Settlements	1	2	(67)	(11)
Net transfers	44	43	63	(29)
Ending balance	\$ 33	\$ 17	\$ 33	\$ 17
Unrealized gains (losses)	\$ (49)	\$ 44	\$ 25	\$ 35
Net derivatives: Equity				
Beginning balance	\$ (2,117)	\$ (1,376)	\$ (2,231)	\$ (1,684)
Realized and unrealized gains (losses)	283	(135)	344	181
Purchases	28	149	71	237
Issuances	(143)	(391)	(461)	(595)
Settlements	105	10	5	(52)
Net transfers ²	1,007	(141)	1,435	29
Ending balance	\$ (837)	\$ (1,884)	\$ (837)	\$ (1,884)
Unrealized gains (losses)	\$ (36)	\$ (156)	\$ (25)	\$ (4)
Net derivatives: Commodity and other				
Beginning balance	\$ 1,944	\$ 1,849	\$ 1,709	\$ 1,612
Realized and unrealized gains (losses)	122	338	348	448
Purchases	—	3	10	21
Issuances	—	(2)	(13)	(17)
Settlements	(170)	(119)	(222)	7
Net transfers	(466)	18	(402)	16
Ending balance	\$ 1,430	\$ 2,087	\$ 1,430	\$ 2,087
Unrealized gains (losses)	\$ (63)	\$ 182	\$ 69	\$ 257
Deposits				
Beginning balance	\$ 177	\$ 117	\$ 126	\$ 179
Realized and unrealized losses (gains)	4	6	2	3
Settlements	(2)	(4)	(2)	(9)
Net transfers	(93)	(29)	(40)	(83)
Ending balance	\$ 86	\$ 90	\$ 86	\$ 90
Unrealized losses (gains)	\$ 4	\$ 7	\$ 2	\$ 3
Nonderivative trading liabilities				
Beginning balance	\$ 62	\$ 64	\$ 79	\$ 37
Realized and unrealized losses (gains)	(4)	5	4	(10)
Purchases	(38)	(42)	(43)	(45)
Sales	16	24	16	22
Settlements	—	—	—	3
Net transfers	23	23	3	67
Ending balance	\$ 59	\$ 74	\$ 59	\$ 74
Unrealized losses (gains)	\$ (2)	\$ 5	\$ 4	\$ (10)
Securities sold under agreements to repurchase				
Beginning balance	\$ 441	\$ —	\$ 444	\$ —
Realized and unrealized losses (gains)	8	(31)	6	(31)
Issuances	—	471	—	471
Net transfers	—	—	(1)	—
Ending balance	\$ 449	\$ 440	\$ 449	\$ 440
Unrealized losses (gains)	\$ 8	\$ (31)	\$ 6	\$ (31)

Notes to Consolidated Financial Statements (Unaudited)

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Other secured financings				
Beginning balance	\$ 555	\$ 389	\$ 516	\$ 109
Realized and unrealized losses (gains)	9	—	4	(12)
Issuances	37	5	407	7
Settlements	(176)	(88)	(498)	(203)
Net transfers	(24)	(6)	(28)	399
Ending balance	\$ 401	\$ 300	\$ 401	\$ 300
Unrealized losses (gains)	\$ 10	\$ —	\$ 4	\$ (12)
Borrowings				
Beginning balance	\$ 4,262	\$ 3,998	\$ 4,374	\$ 4,088
Realized and unrealized losses (gains)	125	500	36	(202)
Issuances	146	385	276	766
Settlements	(217)	(92)	(326)	(283)
Net transfers ²	(2,341)	(656)	(2,385)	(234)
Ending balance	\$ 1,975	\$ 4,135	\$ 1,975	\$ 4,135
Unrealized losses (gains)	\$ 121	\$ 496	\$ 29	\$ (200)
Portion of Unrealized losses (gains) recorded in OCI—				
Change in net DVA	(4)	281	(8)	(125)

- Net transfers in the prior year periods reflect the largely offsetting impacts of the transfer in of \$857 million of equity margin loans in the first quarter of the prior year and transfers out of \$707 million of equity margin loans in the prior year quarter. The loans were transferred into Level 3 in the first quarter of the prior year as the significance of the margin loan rate input increased as a result of reduced liquidity, and transferred out of Level 3 in the prior year quarter as liquidity conditions improved, reducing the significance of the input.
- Net transfers from Level 3 to Level 2 in the current quarter reflect \$2.0 billion of Corporate and Other Debt, \$1.0 billion of net Equity derivatives, and \$2.2 billion of Borrowings as the unobservable inputs were not significant to the overall fair value measurements as of June 30, 2021.
- Net transfers in the current year period also reflect the transfer in the first quarter of \$2.5 billion of AFS securities from Level 3 to Level 2 due to increased trading activity and observability of pricing inputs.

Level 3 instruments may be hedged with instruments classified in Level 1 and Level 2. The realized and unrealized gains or losses for assets and liabilities within the Level 3 category presented in the previous tables do not reflect the related realized and unrealized gains or losses on hedging instruments that have been classified by the Firm within the Level 1 and/or Level 2 categories.

The unrealized gains (losses) during the period for assets and liabilities within the Level 3 category may include changes in fair value during the period that were attributable to both observable and unobservable inputs. Total realized and unrealized gains (losses) are primarily included in Trading revenues in the income statements.

Additionally, in the previous tables, consolidations of VIEs are included in Purchases, and deconsolidations of VIEs are included in Settlements.

Significant Unobservable Inputs Used in Recurring and Nonrecurring Level 3 Fair Value Measurements

Valuation Techniques and Unobservable Inputs

\$ in millions, except inputs	Balance / Range (Average ¹)	
	At June 30, 2021	At December 31, 2020
Assets at Fair Value on a Recurring Basis		
Other sovereign government obligations		
	\$ 78	\$ 268
Comparable pricing:		
Bond price	132 to 153 points (143 points)	106 points
MABS	\$ 357	\$ 322
Comparable pricing:		
Bond price	0 to 81 points (55 points)	0 to 80 points (50 points)
Loans and lending commitments		
	\$ 4,896	\$ 5,759
Margin loan model:		
Margin loan rate	0% to 4% (2%)	1% to 5% (3%)
Comparable pricing:		
Loan price	75 to 101 points (98 points)	75 to 102 points (93 points)
Corporate and other debt		
	\$ 1,801	\$ 3,435
Comparable pricing:		
Bond price	90 to 102 points (98 points)	10 to 133 points (101 points)
Discounted cash flow:		
Recovery rate	40% to 62% (46% / 40%)	40% to 62% (46% / 40%)
Option model:		
Equity volatility	37% to 47% (41%)	18% to 21% (19%)
Corporate equities	\$ 150	\$ 86
Comparable pricing:		
Equity price	100%	100%
Investments		
	\$ 978	\$ 828
Discounted cash flow:		
WACC	10% to 16% (15%)	8% to 18% (15%)
Exit multiple	8 to 17 times (12 times)	7 to 17 times (12 times)
Market approach:		
EBITDA multiple	8 to 40 times (10 times)	8 to 32 times (11 times)
Comparable pricing:		
Equity price	43% to 100% (99%)	45% to 100% (99%)
Investment securities —AFS	\$ —	\$ 2,804
Comparable pricing:		
Bond price	N/A	97 to 107 points (101 points)
Net derivative and other contracts:		
Interest rate	\$ 668	\$ 682
Option model:		
IR volatility skew	25% to 104% (60% / 59%)	0% to 349% (62% / 59%)
IR curve correlation	69% to 98% (84% / 83%)	54% to 99% (87% / 89%)
Bond volatility	4% to 25% (10% / 6%)	6% to 24% (13% / 13%)
Inflation volatility	25% to 66% (45% / 43%)	25% to 66% (45% / 43%)
IR curve	1% to 2% (2%)	1%

Notes to Consolidated Financial Statements (Unaudited)

Morgan Stanley

\$ in millions, except inputs	Balance / Range (Average ¹)	
	At June 30, 2021	At December 31, 2020
Credit	\$ (203)	\$ 49
Credit default swap model:		
Cash-synthetic basis	7 points	7 points
Bond price	0 to 85 points (46 points)	0 to 85 points (47 points)
Credit spread	14 to 474 bps (90 bps)	20 to 435 bps (74 bps)
Funding spread	21 to 95 bps (62 bps)	65 to 118 bps (86 bps)
Correlation model:		
Credit correlation	26% to 42% (29%)	27% to 44% (32%)
Foreign exchange²	\$ 33	\$ 61
Option model:		
IR - FX correlation	53% to 57% (55% / 55%)	55% to 59% (56% / 56%)
IR volatility skew	25% to 104% (60% / 59%)	0% to 349% (62% / 59%)
IR curve	6% to 7% (7% / 7%)	6% to 8% (7% / 8%)
Foreign exchange volatility skew	-6% to -3% (-5% / -5%)	-22% to 28% (3% / 1%)
Contingency probability	95%	50% to 95% (83% / 93%)
Equity²	\$ (837)	\$ (2,231)
Option model:		
Equity volatility	5% to 91% (23%)	16% to 97% (43%)
Equity volatility skew	-3% to 0% (-1%)	-3% to 0% (-1%)
Equity correlation	35% to 98% (68%)	24% to 96% (74%)
FX correlation	-85% to 65% (-35%)	-79% to 60% (-16%)
IR correlation	15% to 40% (38%)	-13% to 47% (21% / 20%)
Commodity and other	\$ 1,430	\$ 1,709
Option model:		
Forward power price	\$-1 to \$258 (\$33) per MWh	\$-1 to \$157 (\$28) per MWh
Commodity volatility	8% to 176% (19%)	8% to 183% (19%)
Cross-commodity correlation	43% to 100% (94%)	43% to 99% (92%)
Liabilities Measured at Fair Value on a Recurring Basis		
Deposits	\$ 86	\$ 126
Option model:		
Equity volatility	7%	7% to 22% (8%)
Nonderivative trading liabilities—Corporate equities	\$ 50	\$ 63
Comparable pricing:		
Equity price	100%	100%
Securities sold under agreements to repurchase	\$ 449	\$ 444
Discounted cash flow:		
Funding spread	100 to 116 bps (111 bps)	107 to 127 bps (115 bps)
Other secured financings	\$ 401	\$ 516
Discounted cash flow:		
Funding spread	N/A	111 bps (111 bps)
Comparable pricing:		
Loan price	30 to 101 points (82 points)	30 to 101 points (56 points)

\$ in millions, except inputs	Balance / Range (Average ¹)	
	At June 30, 2021	At December 31, 2020
Borrowings	\$ 1,975	\$ 4,374
Option model:		
Equity volatility	7% to 61% (17%)	6% to 66% (23%)
Equity volatility skew	-1% to 0% (0%)	-2% to 0% (0%)
Equity correlation	39% to 95% (81%)	37% to 95% (78%)
Equity - FX correlation	-32% to 10% (-23%)	-72% to 13% (-24%)
IR FX Correlation	-28% to 7% (-5% / -5%)	-28% to 6% (-6% / -6%)
Discounted cash flow:		
Recovery rate	40% to 62% (46% / 40%)	N/M
Nonrecurring Fair Value Measurement		
Loans	\$ 1,202	\$ 3,134
Corporate loan model:		
Credit spread	45 to 526 bps (237 bps)	36 to 636 bps (336 bps)
Comparable pricing:		
Loan price	40 to 88 points (76 points)	N/M
Warehouse model:		
Credit spread	217 to 309 bps (291 bps)	200 to 413 bps (368 bps)
Comparable pricing:		
Bond Price	N/A	88 to 99 bps (94 bps)

Points—Percentage of par

IR—Interest rate

FX—Foreign exchange

1. A single amount is disclosed for range and average when there is no significant difference between the minimum, maximum and average. Amounts represent weighted averages except where simple averages and the median of the inputs are more relevant.

2. Includes derivative contracts with multiple risks (*i.e.*, hybrid products).

The previous tables provide information on the valuation techniques, significant unobservable inputs, and the ranges and averages for each major category of assets and liabilities measured at fair value on a recurring and nonrecurring basis with a significant Level 3 balance. The level of aggregation and breadth of products cause the range of inputs to be wide and not evenly distributed across the inventory of financial instruments. Further, the range of unobservable inputs may differ across firms in the financial services industry because of diversity in the types of products included in each firm's inventory. Generally, there are no predictable relationships between multiple significant unobservable inputs attributable to a given valuation technique.

For a description of the Firm's significant unobservable inputs and qualitative information about the effect of hypothetical changes in the values of those inputs, see Note 5 to the financial statements in the 2020 Form 10-K. During the current quarter, there were no significant revisions made to the descriptions of the Firm's significant unobservable inputs.

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Morgan Stanley

Net Asset Value Measurements

Fund Interests

\$ in millions	At June 30, 2021		At December 31, 2020	
	Carrying Value	Commitment	Carrying Value	Commitment
Private equity	\$ 2,448	\$ 576	\$ 2,367	\$ 644
Real estate	1,518	216	1,403	136
Hedge ¹	75	3	59	—
Total	\$ 4,041	\$ 795	\$ 3,829	\$ 780

1. Investments in hedge funds may be subject to initial period lock-up or gate provisions, which restrict an investor from withdrawing from the fund during a certain initial period or restrict the redemption amount on any redemption date, respectively.

Amounts in the previous table represent the Firm's carrying value of general and limited partnership interests in fund investments, as well as any related performance-based income in the form of carried interest. The carrying amounts are measured based on the NAV of the fund taking into account the distribution terms applicable to the interest held. This same measurement applies whether the fund investments are accounted for under the equity method or fair value.

For a description of the Firm's investments in private equity funds, real estate funds and hedge funds, which are measured based on NAV, see Note 5 to the financial statements in the 2020 Form 10-K.

See Note 14 for information regarding general partner guarantees, which include potential obligations to return performance fee distributions previously received. See Note 20 for information regarding unrealized carried interest at risk of reversal.

Nonredeemable Funds by Contractual Maturity

\$ in millions	Carrying Value at June 30, 2021	
	Private Equity	Real Estate
Less than 5 years	\$ 1,148	\$ 434
5-10 years	1,087	401
Over 10 years	213	683
Total	\$ 2,448	\$ 1,518

Nonrecurring Fair Value Measurements

Carrying and Fair Values

\$ in millions	At June 30, 2021		
	Level 2	Level 3 ¹	Total
Assets			
Loans	\$ 3,787	\$ 1,202	\$ 4,989
Other assets—Other investments	—	79	79
Total	\$ 3,787	\$ 1,281	\$ 5,068
Liabilities			
Other liabilities and accrued expenses—Lending commitments	\$ 154	\$ 69	\$ 223
Total	\$ 154	\$ 69	\$ 223

At December 31, 2020

\$ in millions	Fair Value		
	Level 2	Level 3 ¹	Total
Assets			
Loans	\$ 2,566	\$ 3,134	\$ 5,700
Other assets—Other investments	\$ —	\$ 16	\$ 16
Other assets—ROU assets	21	—	21
Total	\$ 2,587	\$ 3,150	\$ 5,737
Liabilities			
Other liabilities and accrued expenses—Lending commitments	\$ 193	\$ 72	\$ 265
Total	\$ 193	\$ 72	\$ 265

1. For significant Level 3 balances, refer to "Significant Unobservable Inputs Used in Recurring and Nonrecurring Level 3 Fair Value Measurements" section herein for details of the significant unobservable inputs used for nonrecurring fair value measurement.

Gains (Losses) from Fair Value Remeasurements¹

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Assets				
Loans ²	\$ (38)	\$ (13)	\$ (55)	\$ (488)
Goodwill	—	—	(8)	—
Intangibles	(1)	—	(3)	—
Other assets—Other investments ³	(2)	(52)	(53)	(52)
Other assets—Premises, equipment and software ⁴	(2)	(3)	(4)	(6)
Total	\$ (43)	\$ (68)	\$ (123)	\$ (546)
Liabilities				
Other liabilities and accrued expenses—Lending commitments ²	\$ 5	\$ 130	\$ 40	\$ (88)
Total	\$ 5	\$ 130	\$ 40	\$ (88)

- Gains and losses for Loans and Other assets—Other investments are classified in Other revenues. For other items, gains and losses are recorded in Other revenues if the item is held for sale; otherwise, they are recorded in Other expenses.
- Nonrecurring changes in the fair value of loans and lending commitments were calculated as follows: for the held-for-investment category, based on the value of the underlying collateral; and for the held-for-sale category, based on recently executed transactions, market price quotations, valuation models that incorporate market observable inputs where possible, such as comparable loan or debt prices and CDS spread levels adjusted for any basis difference between cash and derivative instruments, or default recovery analysis where such transactions and quotations are unobservable.
- Losses related to Other assets—Other investments were determined using techniques that included discounted cash flow models, methodologies that incorporate multiples of certain comparable companies and recently executed transactions.
- Losses related to Other assets—Premises, equipment and software generally include impairments as well as write-offs related to the disposal of certain assets.

Notes to Consolidated Financial Statements (Unaudited)

Financial Instruments Not Measured at Fair Value

\$ in millions	At June 30, 2021				
	Carrying Value	Fair Value			Total
		Level 1	Level 2	Level 3	
Financial assets					
Cash and cash equivalents	\$ 126,480	\$126,480	\$ —	\$ —	\$126,480
Investment securities—HTM	82,120	30,623	51,282	972	82,877
Securities purchased under agreements to resell	95,920	—	94,399	1,526	95,925
Securities borrowed	126,703	—	126,703	—	126,703
Customer and other receivables	97,370	—	94,071	3,218	97,289
Loans ¹	166,059	—	21,535	145,503	167,038
Other assets	504	—	504	—	504
Financial liabilities					
Deposits	\$ 317,686	\$ —	\$318,107	\$ —	\$318,107
Securities sold under agreements to repurchase	56,617	—	56,666	—	56,666
Securities loaned	9,574	—	9,575	—	9,575
Other secured financings	4,658	—	4,661	—	4,661
Customer and other payables	233,810	—	233,810	—	233,810
Borrowings	148,634	—	155,115	5	155,120
		Commitment Amount			
Lending commitments ²	\$ 137,508	\$ —	\$ 680	\$ 406	\$ 1,086

\$ in millions	At December 31, 2020				
	Carrying Value	Fair Value			Total
		Level 1	Level 2	Level 3	
Financial assets					
Cash and cash equivalents	\$ 105,654	\$105,654	\$ —	\$ —	\$105,654
Investment securities—HTM	71,771	31,239	42,281	900	74,420
Securities purchased under agreements to resell	116,219	—	114,046	2,173	116,219
Securities borrowed	112,391	—	112,392	—	112,392
Customer and other receivables	92,907	—	89,832	3,041	92,873
Loans ¹	150,597	—	16,635	135,277	151,912
Other assets	485	—	485	—	485
Financial liabilities					
Deposits	\$ 307,261	\$ —	\$307,807	\$ —	\$307,807
Securities sold under agreements to repurchase	49,472	—	49,315	195	49,510
Securities loaned	7,731	—	7,731	—	7,731
Other secured financings	4,162	—	4,162	—	4,162
Customer and other payables	224,951	—	224,951	—	224,951
Borrowings	143,378	—	150,824	5	150,829
		Commitment Amount			
Lending commitments ²	\$ 125,498	\$ —	\$ 709	\$ 395	\$ 1,104

- Amounts include loans measured at fair value on a nonrecurring basis.
- Represents Lending commitments accounted for as Held for Investment and Held for Sale. For a further discussion on lending commitments, see Note 14.

The previous tables exclude all non-financial assets and liabilities, such as the value of the long-term relationships with the Firm's deposit customers, and certain financial instruments such as equity method investments and certain receivables.

6. Fair Value Option

The Firm has elected the fair value option for certain eligible instruments that are risk managed on a fair value basis to mitigate income statement volatility caused by measurement basis differences between the elected instruments and their associated risk management transactions or to eliminate complexities of applying certain accounting models.

Borrowings Measured at Fair Value on a Recurring Basis

\$ in millions	At June 30, 2021	At December 31, 2020
Business Unit Responsible for Risk Management		
Equity	\$ 35,924	\$ 33,952
Interest rates	29,684	31,222
Commodities	6,373	5,078
Credit	1,211	1,344
Foreign exchange	2,316	2,105
Total	\$ 75,508	\$ 73,701

Net Revenues from Borrowings under the Fair Value Option

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Trading revenues	\$ (2,931)	\$ (3,439)	\$ (446)	\$ 8
Interest expense	84	81	157	164
Net revenues¹	\$ (3,015)	\$ (3,520)	\$ (603)	\$ (156)

- Amounts do not reflect any gains or losses from related economic hedges.

Gains (losses) from changes in fair value are recorded in Trading revenues and are mainly attributable to movements in the reference price or index, interest rates or foreign exchange rates.

Gains (Losses) Due to Changes in Instrument-Specific Credit Risk

\$ in millions	Three Months Ended June 30,			
	2021		2020	
	Trading Revenues	OCI	Trading Revenues	OCI
Loans and other debt ¹	\$ 95	\$ —	\$ (40)	\$ —
Lending commitments	1	—	(1)	—
Deposits	—	10	—	(63)
Borrowings	(10)	237	(1)	(3,237)

Notes to Consolidated Financial Statements (Unaudited)

\$ in millions	Six Months Ended June 30,			
	2021		2020	
	Trading Revenues	OCI	Trading Revenues	OCI
Loans and other debt ¹	\$ 253	\$ —	\$ (239)	\$ —
Lending commitments	1	—	1	—
Deposits	—	9	—	9
Borrowings	(27)	422	(6)	1,711
		At June 30, 2021		At December 31, 2020
Cumulative pre-tax DVA gain (loss) recognized in AOCI	\$	(2,926)	\$	(3,357)

1. Loans and other debt instrument-specific credit gains (losses) were determined by excluding the non-credit components of gains and losses.

Difference Between Contractual Principal and Fair Value¹

\$ in millions	At June 30, 2021	At December 31, 2020
Loans and other debt ²	\$ 13,124	\$ 14,042
Nonaccrual loans ²	10,883	11,551
Borrowings ³	(2,298)	(3,773)

- Amounts indicate contractual principal greater than or (less than) fair value.
- The majority of the difference between principal and fair value amounts for loans and other debt relates to distressed debt positions purchased at amounts well below par.
- Excludes borrowings where the repayment of the initial principal amount fluctuates based on changes in a reference price or index.

The previous tables exclude non-recourse debt from consolidated VIEs, liabilities related to transfers of financial assets treated as collateralized financings, pledged commodities and other liabilities that have specified assets attributable to them.

Fair Value Loans on Nonaccrual Status

\$ in millions	At June 30, 2021	At December 31, 2020
Nonaccrual loans	\$ 770	\$ 1,407
Nonaccrual loans 90 or more days past due	\$ 203	\$ 239

7. Derivative Instruments and Hedging Activities

Fair Values of Derivative Contracts

\$ in millions	Assets at June 30, 2021			
	Bilateral OTC	Cleared OTC	Exchange-Traded	Total
Designated as accounting hedges				
Interest rate	\$ 654	\$ 11	\$ —	\$ 665
Foreign exchange	219	18	—	237
Total	873	29	—	902
Not designated as accounting hedges				
Economic loan hedges				
Credit	1	16	—	17
Other derivatives				
Interest rate	168,475	7,702	326	176,503
Credit	5,356	2,936	—	8,292
Foreign exchange	69,108	1,425	76	70,609
Equity	32,308	—	38,049	70,357
Commodity and other	18,601	—	6,464	25,065
Total	293,849	12,079	44,915	350,843
Total gross derivatives	\$ 294,722	\$ 12,108	\$ 44,915	\$ 351,745
Amounts offset				
Counterparty netting	(212,181)	(10,000)	(41,074)	(263,255)
Cash collateral netting	(45,922)	(1,613)	—	(47,535)
Total in Trading assets	\$ 36,619	\$ 495	\$ 3,841	\$ 40,955
Amounts not offset¹				
Financial instruments collateral	(12,680)	—	—	(12,680)
Net amounts	\$ 23,939	\$ 495	\$ 3,841	\$ 28,275
Net amounts for which master netting or collateral agreements are not in place or may not be legally enforceable				\$ 4,132

\$ in millions	Liabilities at June 30, 2021			
	Bilateral OTC	Cleared OTC	Exchange-Traded	Total
Designated as accounting hedges				
Interest rate	\$ —	\$ 5	\$ —	\$ 5
Foreign exchange	5	15	—	20
Total	5	20	—	25
Not designated as accounting hedges				
Economic loan hedges				
Credit	15	246	—	261
Other derivatives				
Interest rate	154,804	6,154	411	161,369
Credit	5,428	3,504	—	8,932
Foreign exchange	64,788	1,333	97	66,218
Equity	43,053	—	39,240	82,293
Commodity and other	15,510	—	6,470	21,980
Total	283,598	11,237	46,218	341,053
Total gross derivatives	\$ 283,603	\$ 11,257	\$ 46,218	\$ 341,078
Amounts offset				
Counterparty netting	(212,181)	(10,000)	(41,074)	(263,255)
Cash collateral netting	(38,774)	(958)	—	(39,732)
Total in Trading liabilities	\$ 32,648	\$ 299	\$ 5,144	\$ 38,091
Amounts not offset¹				
Financial instruments collateral	(6,634)	—	(1,103)	(7,737)
Net amounts	\$ 26,014	\$ 299	\$ 4,041	\$ 30,354
Net amounts for which master netting or collateral agreements are not in place or may not be legally enforceable				7,394

Notes to Consolidated Financial Statements (Unaudited)

Morgan Stanley

\$ in millions	Assets at December 31, 2020			
	Bilateral OTC	Cleared OTC	Exchange-Traded	Total
Designated as accounting hedges				
Interest rate	\$ 946	\$ 2	\$ —	\$ 948
Foreign exchange	5	2	—	7
Total	951	4	—	955
Not designated as accounting hedges				
Economic loan hedges				
Credit ¹	2	51	—	53
Other derivatives				
Interest rate	221,895	10,343	300	232,538
Credit ¹	5,341	2,147	—	7,488
Foreign exchange	92,334	1,639	79	94,052
Equity	34,278	—	34,166	68,444
Commodity and other	11,095	—	3,554	14,649
Total	364,945	14,180	38,099	417,224
Total gross derivatives	\$ 365,896	\$ 14,184	\$ 38,099	\$ 418,179
Amounts offset				
Counterparty netting	(276,682)	(11,601)	(35,260)	(323,543)
Cash collateral netting	(54,921)	(1,865)	—	(56,786)
Total in Trading assets	\$ 34,293	\$ 718	\$ 2,839	\$ 37,850
Amounts not offset²				
Financial instruments collateral	(13,319)	—	—	(13,319)
Other cash collateral	(391)	—	—	(391)
Net amounts	\$ 20,583	\$ 718	\$ 2,839	\$ 24,140
Net amounts for which master netting or collateral agreements are not in place or may not be legally enforceable				\$ 3,743

\$ in millions	Liabilities at December 31, 2020			
	Bilateral OTC	Cleared OTC	Exchange-Traded	Total
Designated as accounting hedges				
Interest rate	\$ —	\$ 19	\$ —	\$ 19
Foreign exchange	291	99	—	390
Total	291	118	—	409
Not designated as accounting hedges				
Economic loan hedges				
Credit ¹	18	177	—	195
Other derivatives				
Interest rate	210,015	7,965	639	218,619
Credit ¹	5,275	2,682	—	7,957
Foreign exchange	92,975	1,500	43	94,518
Equity	49,943	—	36,585	86,528
Commodity and other	8,831	—	3,359	12,190
Total	367,057	12,324	40,626	420,007
Total gross derivatives	\$ 367,348	\$ 12,442	\$ 40,626	\$ 420,416
Amounts offset				
Counterparty netting	(276,682)	(11,601)	(35,260)	(323,543)
Cash collateral netting	(51,112)	(823)	—	(51,935)
Total in Trading liabilities	\$ 39,554	\$ 18	\$ 5,366	\$ 44,938
Amounts not offset²				
Financial instruments collateral	(10,598)	—	(1,520)	(12,118)
Other cash collateral	(62)	(3)	—	(65)
Net amounts	\$ 28,894	\$ 15	\$ 3,846	\$ 32,755
Net amounts for which master netting or collateral agreements are not in place or may not be legally enforceable				\$ 6,746

1. Certain prior period amounts have been reclassified to conform to the current presentation.
2. Amounts relate to master netting agreements and collateral agreements that have been determined by the Firm to be legally enforceable in the event of default but where certain other criteria are not met in accordance with applicable offsetting accounting guidance.

See Note 5 for information related to the unsettled fair value of futures contracts not designated as accounting hedges, which are excluded from the previous tables.

Notionals of Derivative Contracts

\$ in billions	Assets at June 30, 2021			
	Bilateral OTC	Cleared OTC	Exchange-Traded	Total
Designated as accounting hedges				
Interest rate	\$ 4	\$ 109	\$ —	\$ 113
Foreign exchange	13	2	—	15
Total	17	111	—	128
Not designated as accounting hedges				
Economic loan hedges				
Credit	—	—	—	—
Other derivatives				
Interest rate	4,095	7,338	576	12,009
Credit	188	107	—	295
Foreign exchange	3,494	97	12	3,603
Equity	483	—	410	893
Commodity and other	128	—	77	205
Total	8,388	7,542	1,075	17,005
Total gross derivatives	\$ 8,405	\$ 7,653	\$ 1,075	\$ 17,133

\$ in billions	Liabilities at June 30, 2021			
	Bilateral OTC	Cleared OTC	Exchange-Traded	Total
Designated as accounting hedges				
Interest rate	\$ —	\$ 90	\$ —	\$ 90
Foreign exchange	1	1	—	2
Total	1	91	—	92
Not designated as accounting hedges				
Economic loan hedges				
Credit	—	7	—	7
Other derivatives				
Interest rate	4,084	7,156	523	11,763
Credit	197	113	—	310
Foreign exchange	3,425	90	23	3,538
Equity	535	—	766	1,301
Commodity and other	118	—	76	194
Total	8,359	7,366	1,388	17,113
Total gross derivatives	\$ 8,360	\$ 7,457	\$ 1,388	\$ 17,205

\$ in billions	Assets at December 31, 2020			
	Bilateral OTC	Cleared OTC	Exchange-Traded	Total
Designated as accounting hedges				
Interest rate	\$ 6	\$ 123	\$ —	\$ 129
Foreign exchange	2	—	—	2
Total	8	123	—	131
Not designated as accounting hedges				
Economic loan hedges				
Credit ¹	—	1	—	1
Other derivatives				
Interest rate	3,847	6,946	409	11,202
Credit ¹	140	87	—	227
Foreign exchange	3,046	103	10	3,159
Equity	444	—	367	811
Commodity and other	107	—	68	175
Total	7,584	7,137	854	15,575
Total gross derivatives	\$ 7,592	\$ 7,260	\$ 854	\$ 15,706

Notes to Consolidated Financial Statements (Unaudited)

\$ in billions	Liabilities at December 31, 2020			
	Bilateral OTC	Cleared OTC	Exchange-Traded	Total
Designated as accounting hedges				
Interest rate	\$ —	\$ 80	\$ —	\$ 80
Foreign exchange	11	3	—	14
Total	11	83	—	94
Not designated as accounting hedges				
Economic loan hedges				
Credit ¹	1	5	—	6
Other derivatives				
Interest rate	4,000	6,915	511	11,426
Credit ¹	142	93	—	235
Foreign exchange	3,180	102	11	3,293
Equity	474	—	591	1,065
Commodity and other	93	—	68	161
Total	7,890	7,115	1,181	16,186
Total gross derivatives	\$ 7,901	\$ 7,198	\$ 1,181	\$ 16,280

1. Certain prior period amounts have been reclassified to conform to the current presentation.

The notional amounts of derivative contracts generally overstate the Firm's exposure. In most circumstances, notional amounts are used only as a reference point from which to calculate amounts owed between the parties to the contract. Furthermore, notional amounts do not reflect the benefit of legally enforceable netting arrangements or risk mitigating transactions.

For a discussion of the Firm's derivative instruments and hedging activities, see Note 7 to the financial statements in the 2020 Form 10-K.

Gains (Losses) on Accounting Hedges

\$ in millions	Three Months Ended		Six Months Ended	
	June 30, 2021	June 30, 2020	June 30, 2021	June 30, 2020
Fair value hedges—Recognized in Interest income				
Interest rate contracts	\$ (331)	\$ (16)	\$ 500	\$ (80)
Investment Securities—AFS	345	23	(427)	89
Fair value hedges—Recognized in Interest expense				
Interest rate contracts	\$ 1,238	\$ 245	\$ (2,870)	\$ 6,912
Deposits	22	46	58	(215)
Borrowings	(1,270)	(327)	2,751	(6,759)
Net investment hedges—Foreign exchange contracts				
Recognized in OCI	\$ (106)	\$ (96)	\$ 299	\$ 314
Forward points excluded from hedge effectiveness testing—Recognized in Interest income	(14)	(8)	(13)	25

Fair Value Hedges—Hedged Items

\$ in millions	At June 30, 2021	At December 31, 2020
Investment Securities—AFS		
Amortized cost basis currently or previously hedged	\$ 18,009	\$ 16,288
Basis adjustments included in amortized cost ¹	\$ (371)	\$ (39)
Deposits		
Carrying amount currently or previously hedged	\$ 6,316	\$ 15,059
Basis adjustments included in carrying amount ¹	\$ 35	\$ 93
Borrowings		
Carrying amount currently or previously hedged	\$ 114,420	\$ 114,349
Basis adjustments included in carrying amount—Outstanding hedges	\$ 3,799	\$ 6,575
Basis adjustments included in carrying amount—Terminated hedges	\$ (757)	\$ (756)

1. Hedge accounting basis adjustments are primarily related to outstanding hedges.

Gains (Losses) on Economic Loan Hedges

\$ in millions	Three Months Ended		Six Months Ended	
	June 30, 2021	June 30, 2020	June 30, 2021	June 30, 2020
Recognized in Other revenues				
Credit contracts ¹	\$ (44)	\$ (120)	\$ (149)	\$ 135

1. Amounts related to hedges of certain held-for-investment and held-for-sale loans.

Net Derivative Liabilities and Collateral Posted

\$ in millions	At June 30, 2021	At December 31, 2020
Net derivative liabilities with credit risk-related contingent features	\$ 20,227	\$ 30,421
Collateral posted	14,954	23,842

The previous table presents the aggregate fair value of certain derivative contracts that contain credit risk-related contingent features that are in a net liability position for which the Firm has posted collateral in the normal course of business.

Incremental Collateral and Termination Payments upon Potential Future Ratings Downgrade

\$ in millions	At June 30, 2021
One-notch downgrade	\$ 227
Two-notch downgrade	328
Bilateral downgrade agreements included in the amounts above ¹	\$ 489

1. Amount represents arrangements between the Firm and other parties where upon the downgrade of one party, the downgraded party must deliver collateral to the other party. These bilateral downgrade arrangements are used by the Firm to manage the risk of counterparty downgrades.

The additional collateral or termination payments that may be called in the event of a future credit rating downgrade vary by contract and can be based on ratings by either or both of Moody's Investors Service, Inc. and S&P Global Ratings. The previous table shows the future potential collateral amounts and termination payments that could be called or required by counterparties or exchange and clearing organizations in the

Notes to Consolidated Financial Statements (Unaudited)

event of one-notch or two-notch downgrade scenarios based on the relevant contractual downgrade triggers.

Maximum Potential Payout/Notional of Credit Protection Sold¹

\$ in billions	Years to Maturity at June 30, 2021				
	< 1	1-3	3-5	Over 5	Total
Single-name CDS					
Investment grade	\$ 9	\$ 23	\$ 30	\$ 9	\$ 71
Non-investment grade	6	12	16	2	36
Total	\$ 15	\$ 35	\$ 46	\$ 11	\$ 107
Index and basket CDS					
Investment grade	\$ 2	\$ 7	\$ 89	\$ 16	\$ 114
Non-investment grade	6	15	37	15	73
Total	\$ 8	\$ 22	\$ 126	\$ 31	\$ 187
Total CDS sold	\$ 23	\$ 57	\$ 172	\$ 42	\$ 294
Other credit contracts	1	—	—	—	1
Total credit protection sold	\$ 24	\$ 57	\$ 172	\$ 42	\$ 295
CDS protection sold with identical protection purchased					\$ 248

\$ in billions	Years to Maturity at December 31, 2020				
	< 1	1-3	3-5	Over 5	Total
Single-name CDS					
Investment grade	\$ 9	\$ 19	\$ 32	\$ 9	\$ 69
Non-investment grade	7	10	17	2	36
Total	\$ 16	\$ 29	\$ 49	\$ 11	\$ 105
Index and basket CDS					
Investment grade	\$ 2	\$ 5	\$ 39	\$ 14	\$ 60
Non-investment grade	6	9	29	14	58
Total	\$ 8	\$ 14	\$ 68	\$ 28	\$ 118
Total CDS sold	\$ 24	\$ 43	\$ 117	\$ 39	\$ 223
Other credit contracts	—	—	—	—	—
Total credit protection sold	\$ 24	\$ 43	\$ 117	\$ 39	\$ 223
CDS protection sold with identical protection purchased					\$ 196

Fair Value Asset (Liability) of Credit Protection Sold¹

\$ in millions	At June 30, 2021	At December 31, 2020
Single-name CDS		
Investment grade	\$ 1,495	\$ 1,230
Non-investment grade	147	(22)
Total	\$ 1,642	\$ 1,208
Index and basket CDS		
Investment grade	\$ 1,331	\$ 843
Non-investment grade	(617)	(824)
Total	\$ 714	\$ 19
Total CDS sold	\$ 2,356	\$ 1,227
Other credit contracts	(3)	(4)
Total credit protection sold	\$ 2,353	\$ 1,223

1. Investment grade/non-investment grade determination is based on the internal credit rating of the reference obligation. Internal credit ratings serve as the CRM's assessment of credit risk and the basis for a comprehensive credit limits framework used to control credit risk. The Firm uses quantitative models and judgment to estimate the various risk parameters related to each obligor.

Protection Purchased with CDS

\$ in billions	Notional	
	At June 30, 2021	At December 31, 2020
Single name	\$ 118	\$ 116
Index and basket	185	116
Tranched index and basket	15	14
Total	\$ 318	\$ 246
Fair Value Asset (Liability)		
\$ in millions	At June 30, 2021	At December 31, 2020
Single name	\$ (1,906)	\$ (1,452)
Index and basket	(999)	(57)
Tranched index and basket	(335)	(329)
Total	\$ (3,240)	\$ (1,838)

The Firm enters into credit derivatives, principally CDS, under which it receives or provides protection against the risk of default on a set of debt obligations issued by a specified reference entity or entities. A majority of the Firm's counterparties for these derivatives are banks, broker-dealers, and insurance and other financial institutions.

The fair value amounts as shown in the previous tables are prior to cash collateral or counterparty netting. For further information on credit derivatives and other contracts, see Note 7 to the financial statements in the 2020 Form 10-K.

8. Investment Securities

AFS and HTM Securities

\$ in millions	At June 30, 2021			
	Amortized Cost ¹	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
AFS securities				
U.S. Treasury securities	\$ 45,594	\$ 654	\$ 38	\$ 46,210
U.S. agency securities ²	28,855	422	136	29,141
Agency CMBS	15,467	424	47	15,844
State and municipal securities	230	31	5	256
FFELP student loan ABS ³	1,769	13	11	1,771
Total AFS securities	91,915	1,544	237	93,222
HTM securities				
U.S. Treasury securities	29,429	1,235	40	30,624
U.S. agency securities ²	49,247	306	760	48,793
Agency CMBS	2,513	—	25	2,488
Non-agency CMBS	931	42	1	972
Total HTM securities	82,120	1,583	826	82,877
Total investment securities	\$ 174,035	\$ 3,127	\$ 1,063	\$ 176,099

Notes to Consolidated Financial Statements (Unaudited)

\$ in millions	At December 31, 2020			
	Amortized Cost ¹	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
AFS securities				
U.S. Treasury securities	\$ 45,345	\$ 1,010	\$ —	\$ 46,355
U.S. agency securities ²	37,389	762	25	38,126
Agency CMBS	19,982	465	9	20,438
Corporate bonds	1,694	42	—	1,736
State and municipal securities	1,461	103	1	1,563
FFELP student loan ABS ³	1,735	7	26	1,716
Other ABS	449	—	—	449
Total AFS securities	108,055	2,389	61	110,383
HTM securities				
U.S. Treasury securities	29,346	1,893	—	31,239
U.S. agency securities ²	38,951	704	8	39,647
Agency CMBS	2,632	4	2	2,634
Non-agency CMBS	842	58	—	900
Total HTM securities	71,771	2,659	10	74,420
Total investment securities	\$ 179,826	\$ 5,048	\$ 71	\$ 184,803

1. Amounts are net of any ACL.
2. U.S. agency securities consist mainly of agency mortgage pass-through pool securities, CMOs and agency-issued debt.
3. Underlying loans are backed by a guarantee, ultimately from the U.S. Department of Education, of at least 95% of the principal balance and interest outstanding.

Investment Securities in an Unrealized Loss Position

\$ in millions	At June 30, 2021		At December 31, 2020	
	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses
U.S. Treasury securities				
Less than 12 months	\$ 13,017	\$ 38	\$ 151	\$ —
Total	13,017	38	151	—
U.S. agency securities				
Less than 12 months	9,081	135	5,808	22
12 months or longer	793	1	1,168	3
Total	9,874	136	6,976	25
Agency CMBS				
Less than 12 months	2,983	47	2,779	9
12 months or longer	28	—	46	—
Total	3,011	47	2,825	9
Corporate bonds				
12 months or longer	—	—	31	—
Total	—	—	31	—
State and municipal securities				
Less than 12 months	34	5	86	—
12 months or longer	—	—	36	1
Total	34	5	122	1
FFELP student loan ABS				
Less than 12 months	87	—	—	—
12 months or longer	802	11	1,077	26
Total	889	11	1,077	26
Total AFS securities in an unrealized loss position				
Less than 12 months	25,202	225	8,824	31
12 months or longer	1,623	12	2,358	30
Total	\$ 26,825	\$ 237	\$ 11,182	\$ 61

For AFS securities, the Firm believes there are no securities in an unrealized loss position that have credit losses after

performing the analysis described in Note 2 in the 2020 Form 10-K and the Firm expects to recover the amortized cost basis of these securities. Additionally, the Firm does not intend to sell these securities and is not likely to be required to sell these securities prior to recovery of the amortized cost basis. As of June 30, 2021 and December 31, 2020, the securities in an unrealized loss position are predominantly investment grade.

The HTM securities net carrying amounts at June 30, 2021 and December 31, 2020 reflect an ACL of \$28 million and \$26 million, respectively, related to Non-agency CMBS. See Note 2 in the 2020 Form 10-K for a description of the ACL methodology used for HTM Securities. As of June 30, 2021, and December 31, 2020, Non-Agency CMBS HTM securities were predominantly on accrual status and investment grade.

See Note 15 for additional information on securities issued by VIEs, including U.S. agency mortgage-backed securities, non-agency CMBS, FFELP student loan ABS and other ABS.

Investment Securities by Contractual Maturity

\$ in millions	At June 30, 2021		
	Amortized Cost ¹	Fair Value	Annualized Average Yield
AFS securities			
U.S. Treasury securities:			
Due within 1 year	\$ 10,079	\$ 10,161	1.4 %
After 1 year through 5 years	26,632	27,138	1.3 %
After 5 years through 10 years	8,883	8,911	1.2 %
Total	45,594	46,210	
U.S. agency securities:			
Due within 1 year	1	1	1.5 %
After 1 year through 5 years	147	149	1.3 %
After 5 years through 10 years	1,466	1,504	1.8 %
After 10 years	27,241	27,487	1.6 %
Total	28,855	29,141	
Agency CMBS:			
Due within 1 year	240	242	1.8 %
After 1 year through 5 years	1,503	1,534	1.6 %
After 5 years through 10 years	10,665	11,030	1.6 %
After 10 years	3,059	3,038	1.5 %
Total	15,467	15,844	
State and municipal securities:			
Due within 1 year	4	4	1.9 %
After 1 year through 5 years	22	22	1.8 %
After 5 years through 10 years	30	39	2.3 %
After 10 years	174	191	3.9 %
Total	230	256	
FFELP student loan ABS:			
Due within 1 year	32	31	0.8 %
After 1 year through 5 years	188	184	0.9 %
After 5 years through 10 years	152	148	0.7 %
After 10 years	1,397	1,408	1.1 %
Total	1,769	1,771	
Total AFS securities	91,915	93,222	1.4 %

Notes to Consolidated Financial Statements (Unaudited)

\$ in millions	At June 30, 2021		
	Amortized Cost ¹	Fair Value	Annualized Average Yield
HTM securities			
U.S. Treasury securities:			
Due within 1 year	3,673	3,711	1.9 %
After 1 year through 5 years	19,256	19,880	1.7 %
After 5 years through 10 years	5,418	5,855	2.4 %
After 10 years	1,082	1,178	2.5 %
Total	29,429	30,624	
U.S. agency securities:			
After 5 years through 10 years	546	562	2.0 %
After 10 years	48,701	48,231	1.6 %
Total	49,247	48,793	
Agency CMBS:			
Due within 1 year	21	21	2.4 %
After 1 year through 5 years	1,358	1,349	1.3 %
After 5 years through 10 years	971	958	1.4 %
After 10 years	163	160	1.5 %
Total	2,513	2,488	
Non-agency CMBS:			
Due within 1 year	151	151	4.5 %
After 1 year through 5 years	65	67	2.7 %
After 5 years through 10 years	662	698	3.7 %
After 10 years	53	56	3.8 %
Total	931	972	
Total HTM securities	82,120	82,877	1.7 %
Total investment securities	\$ 174,035	\$ 176,099	1.6 %

1. Amounts are net of any ACL.

Gross Realized Gains (Losses) on Sales of AFS Securities

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Gross realized gains	\$ 74	\$ 16	\$ 219	\$ 65
Gross realized (losses)	(16)	(6)	(27)	(14)
Total¹	\$ 58	\$ 10	\$ 192	\$ 51

1. Realized gains and losses are recognized in Other revenues in the income statements.

9. Collateralized Transactions

Offsetting of Certain Collateralized Transactions

\$ in millions	At June 30, 2021				
	Gross Amounts	Amounts Offset	Balance Sheet Net Amounts	Amounts Not Offset ¹	Net Amounts
Assets					
Securities purchased under agreements to resell	\$ 198,942	\$(103,012)	\$ 95,930	\$(93,720)	\$ 2,210
Securities borrowed	137,720	(11,017)	126,703	(121,432)	5,271
Liabilities					
Securities sold under agreements to repurchase	\$ 160,657	\$(103,012)	\$ 57,645	\$(48,791)	\$ 8,854
Securities loaned	20,591	(11,017)	9,574	(9,275)	299
Net amounts for which master netting agreements are not in place or may not be legally enforceable					
Securities purchased under agreements to resell					\$ 1,824
Securities borrowed					1,120
Securities sold under agreements to repurchase					8,099
Securities loaned					164

\$ in millions	At December 31, 2020				
	Gross Amounts	Amounts Offset	Balance Sheet Net Amounts	Amounts Not Offset ¹	Net Amounts
Assets					
Securities purchased under agreements to resell	\$ 264,140	\$(147,906)	\$ 116,234	\$(114,108)	\$ 2,126
Securities borrowed	124,921	(12,530)	112,391	(107,434)	4,957
Liabilities					
Securities sold under agreements to repurchase	\$ 198,493	\$(147,906)	\$ 50,587	\$(43,960)	\$ 6,627
Securities loaned	20,261	(12,530)	7,731	(7,430)	301
Net amounts for which master netting agreements are not in place or may not be legally enforceable					
Securities purchased under agreements to resell					\$ 1,870
Securities borrowed					596
Securities sold under agreements to repurchase					6,282
Securities loaned					128

1. Amounts relate to master netting agreements that have been determined by the Firm to be legally enforceable in the event of default but where certain other criteria are not met in accordance with applicable offsetting accounting guidance.

For further discussion of the Firm's collateralized transactions, see Note 2 and Note 9 to the financial statements in the 2020 Form 10-K. For information related to offsetting of derivatives, see Note 7.

Gross Secured Financing Balances by Remaining Contractual Maturity

\$ in millions	At June 30, 2021				
	Overnight and Open	Less than 30 Days	30-90 Days	Over 90 Days	Total
Securities sold under agreements to repurchase	\$ 53,852	\$ 52,208	\$ 14,459	\$ 40,138	\$ 160,657
Securities loaned	13,432	250	150	6,759	20,591
Total included in the offsetting disclosure	\$ 67,284	\$ 52,458	\$ 14,609	\$ 46,897	\$ 181,248
Trading liabilities—Obligation to return securities received as collateral	22,331	—	—	—	22,331
Total	\$ 89,615	\$ 52,458	\$ 14,609	\$ 46,897	\$ 203,579

Notes to Consolidated Financial Statements (Unaudited)

Morgan Stanley

\$ in millions	At December 31, 2020				Total
	Overnight and Open	Less than 30 Days	30-90 Days	Over 90 Days	
Securities sold under agreements to repurchase	\$ 84,349	\$ 60,853	\$ 26,221	\$ 27,070	\$ 198,493
Securities loaned	15,267	247	—	4,747	20,261
Total included in the offsetting disclosure	\$ 99,616	\$ 61,100	\$ 26,221	\$ 31,817	\$ 218,754
Trading liabilities—Obligation to return securities received as collateral	16,389	—	—	—	16,389
Total	\$ 116,005	\$ 61,100	\$ 26,221	\$ 31,817	\$ 235,143

Gross Secured Financing Balances by Class of Collateral Pledged

\$ in millions	At June 30, 2021		At December 31, 2020	
	Securities sold under agreements to repurchase			
U.S. Treasury and agency securities	\$ 39,247	\$	94,662	\$
Other sovereign government obligations	85,282		71,140	
Corporate equities	26,775		24,692	
Other	9,353		7,999	
Total	\$ 160,657	\$	198,493	\$
Securities loaned				
Other sovereign government obligations	\$ 1,414	\$	3,430	\$
Corporate equities	19,079		16,536	
Other	98		295	
Total	\$ 20,591	\$	20,261	\$
Total included in the offsetting disclosure	\$ 181,248	\$	218,754	\$
Trading liabilities—Obligation to return securities received as collateral				
Corporate equities	\$ 22,312	\$	16,365	\$
Other	19		24	
Total	\$ 22,331	\$	16,389	\$
Total	\$ 203,579	\$	235,143	\$

Carrying Value of Assets Loaned or Pledged without Counterparty Right to Sell or Repledge

\$ in millions	At June 30, 2021		At December 31, 2020	
	Trading assets	\$ 35,894	\$	30,954

The Firm pledges certain of its trading assets to collateralize securities sold under agreements to repurchase, securities loaned, other secured financings and derivatives and to cover customer short sales. Counterparties may or may not have the right to sell or repledge the collateral.

Pledged financial instruments that can be sold or repledged by the secured party are identified as Trading assets (pledged to various parties) in the balance sheets.

Fair Value of Collateral Received with Right to Sell or Repledge

\$ in millions	At June 30, 2021		At December 31, 2020	
	Collateral received with right to sell or repledge	\$ 708,327	\$	724,818
Collateral that was sold or repledged ¹	540,654		523,648	

1. Does not include securities used to meet federal regulations for the Firm's U.S. broker-dealers.

The Firm receives collateral in the form of securities in connection with securities purchased under agreements to resell, securities borrowed, securities-for-securities transactions, derivative transactions, customer margin loans and securities-based lending. In many cases, the Firm is permitted to sell or repledge this collateral to secure securities sold under agreements to repurchase, to enter into securities lending and derivative transactions or for delivery to counterparties to cover short positions.

Securities Segregated for Regulatory Purposes

\$ in millions	At June 30, 2021		At December 31, 2020	
	Segregated securities ¹	\$ 23,912	\$	34,106

1. Securities segregated under federal regulations for the Firm's U.S. broker-dealers are sourced from Securities purchased under agreements to resell and Trading assets in the balance sheets.

Customer Margin and Other Lending

\$ in millions	At June 30, 2021		At December 31, 2020	
	Margin and other lending	\$ 72,942	\$	74,714

The Firm provides margin lending arrangements that allow customers to borrow against the value of qualifying securities. Receivables from these arrangements are included within Customer and other receivables in the balance sheets. Under these arrangements, the Firm receives collateral, which includes U.S. government and agency securities, other sovereign government obligations, corporate and other debt, and corporate equities. Margin loans are collateralized by customer-owned securities held by the Firm. The Firm monitors required margin levels and established credit terms daily and, pursuant to such guidelines, requires customers to deposit additional collateral, or reduce positions, when necessary.

For a further discussion of the Firm's margin lending activities, see Note 9 to the financial statements in the 2020 Form 10-K.

Also included in the amounts in the previous table is non-purpose securities-based lending on non-bank entities in the Wealth Management business segment.

Other Secured Financings

The Firm has additional secured liabilities. For a further discussion of other secured financings, see Note 13.

**Notes to Consolidated Financial Statements
(Unaudited)**

10. Loans, Lending Commitments and Related Allowance for Credit Losses

Loans by Type

At June 30, 2021			
<i>\$ in millions</i>	Loans Held for Investment	Loans Held for Sale	Total Loans
Corporate	\$ 4,724	\$ 7,098	\$ 11,822
Secured lending facilities	28,217	3,951	32,168
Commercial real estate	6,707	583	7,290
Residential real estate	38,917	47	38,964
Securities-based lending and Other loans	76,468	34	76,502
Total loans	155,033	11,713	166,746
ACL	(687)		(687)
Total loans, net	\$ 154,346	\$ 11,713	\$ 166,059
Fixed rate loans, net			\$ 38,968
Floating or adjustable rate loans, net			127,091
Loans to non-U.S. borrowers, net			21,567

At December 31, 2020			
<i>\$ in millions</i>	Loans Held for Investment	Loans Held for Sale	Total Loans
Corporate	\$ 6,046	\$ 8,580	\$ 14,626
Secured lending facilities	25,727	3,296	29,023
Commercial real estate	7,346	822	8,168
Residential real estate	35,268	48	35,316
Securities-based lending and Other loans	64,232	67	64,299
Total loans	138,619	12,813	151,432
ACL	(835)		(835)
Total loans, net	\$ 137,784	\$ 12,813	\$ 150,597
Fixed rate loans, net			\$ 32,796
Floating or adjustable rate loans, net			117,801
Loans to non-U.S. borrowers, net			21,081

For additional information on the Firm's held-for-investment and held-for-sale loan portfolios, see Note 10 to the financial statements in the 2020 Form 10-K.

Note 5 for further information regarding Loans and lending commitments held at fair value. See Note 14 for details of current commitments to lend in the future.

Loans Held for Investment before Allowance by Origination Year

<i>\$ in millions</i>	At June 30, 2021			At December 31, 2020		
	IG	NIG	Total	IG	NIG	Total
Revolving	\$ 1,404	\$ 2,353	\$ 3,757	\$ 1,138	\$ 3,231	\$ 4,369
2021	—	71	71			
2020	183	25	208	585	80	665
2019	11	187	198	204	202	406
2018	195	—	195	195	—	195
2017	—	62	62	—	64	64
Prior	233	—	233	247	100	347
Total	\$ 2,026	\$ 2,698	\$ 4,724	\$ 2,369	\$ 3,677	\$ 6,046

<i>\$ in millions</i>	At June 30, 2021			At December 31, 2020		
	IG	NIG	Total	IG	NIG	Total
Revolving	\$ 6,932	\$ 15,899	\$ 22,831	\$ 4,711	\$ 14,510	\$ 19,221
2021	460	308	768			
2020	84	214	298	162	253	415
2019	179	1,644	1,823	260	1,904	2,164
2018	328	824	1,152	614	1,432	2,046
2017	144	359	503	245	581	826
Prior	—	842	842	—	1,055	1,055
Total	\$ 8,127	\$ 20,090	\$ 28,217	\$ 5,992	\$ 19,735	\$ 25,727

<i>\$ in millions</i>	At June 30, 2021			At December 31, 2020		
	IG	NIG	Total	IG	NIG	Total
2021	\$ 82	\$ 363	\$ 445			
2020	165	820	985	\$ 95	\$ 943	\$ 1,038
2019	1,031	1,585	2,616	1,074	1,848	2,922
2018	433	537	970	746	774	1,520
2017	367	341	708	412	387	799
Prior	100	883	983	100	967	1,067
Total	\$ 2,178	\$ 4,529	\$ 6,707	\$ 2,427	\$ 4,919	\$ 7,346

<i>\$ in millions</i>	At June 30, 2021					
	Residential real estate			Commercial real estate		
	by FICO Scores			by LTV Ratio		
	≥ 740	680-739	≤ 679	≤ 80%	> 80%	Total
Revolving	\$ 69	\$ 30	\$ 5	\$ 104	\$ —	\$ 104
2021	5,506	1,131	101	6,312	426	6,738
2020	8,530	1,761	136	9,874	553	10,427
2019	5,176	1,168	155	6,096	403	6,499
2018	2,108	547	70	2,505	220	2,725
2017	2,422	621	78	2,900	221	3,121
Prior	6,745	2,201	357	8,461	842	9,303
Total	\$ 30,556	\$ 7,459	\$ 902	\$ 36,252	\$ 2,665	\$ 38,917

<i>\$ in millions</i>	At December 31, 2020					
	Residential real estate			Commercial real estate		
	by FICO Scores			by LTV Ratio		
	≥ 740	680-739	≤ 679	≤ 80%	> 80%	Total
Revolving	\$ 85	\$ 32	\$ 5	\$ 122	\$ —	\$ 122
2020	8,948	1,824	149	10,338	583	10,921
2019	5,592	1,265	168	6,584	441	7,025
2018	2,320	604	75	2,756	243	2,999
2017	2,721	690	89	3,251	249	3,500
2016	3,324	884	118	4,035	291	4,326
Prior	4,465	1,626	284	5,684	691	6,375
Total	\$ 27,455	\$ 6,925	\$ 888	\$ 32,770	\$ 2,498	\$ 35,268

<i>\$ in millions</i>	At June 30, 2021			
	Securities-based lending ¹	Investment Grade	Non-Investment Grade	Total
Revolving	\$ 63,243	\$ 5,383	\$ 715	\$ 69,341
2021	31	232	49	312
2020	—	817	586	1,403
2019	18	1,121	637	1,776
2018	232	378	421	1,031
2017	—	645	147	792
Prior	16	1,496	301	1,813
Total	\$ 63,540	\$ 10,072	\$ 2,856	\$ 76,468

Notes to Consolidated Financial Statements (Unaudited)

\$ in millions	December 31, 2020			
	Securities-based lending ¹	Other ²		Total
		Investment Grade	Non-Investment Grade	
Revolving	\$ 51,667	\$ 4,816	\$ 555	\$ 57,038
2020	—	1,073	590	1,663
2019	18	1,156	623	1,797
2018	232	407	403	1,042
2017	—	654	122	776
2016	—	566	111	677
Prior	16	1,066	157	1,239
Total	\$ 51,933	\$ 9,738	\$ 2,561	\$ 64,232

- Securities-based loans are subject to collateral maintenance provisions, and at June 30, 2021 and December 31, 2020, these loans are predominantly over-collateralized. For more information on the ACL methodology related to securities-based loans, see Note 2 to the financial statements in the 2020 Form 10-K.
- Other loans primarily include certain loans originated in the tailored lending business within the Wealth Management business segment.

Past Due Loans Held for Investment before Allowance¹

\$ in millions	At June 30, 2021	At December 31, 2020
Residential real estate	194	332
Securities-based lending and Other loans	—	31
Total	\$ 194	\$ 363

- The majority of the amounts are past due for a period of less than 90 days as of June 30, 2021 and December 31, 2020.

Nonaccrual Loans Held for Investment before Allowance

\$ in millions	At June 30, 2021	At December 31, 2020
Corporate	\$ 98	\$ 164
Secured lending facilities	298	—
Commercial real estate	71	152
Residential real estate	123	97
Securities-based lending and Other loans	163	178
Total¹	\$ 753	\$ 591
Nonaccrual loans without an ACL	\$ 124	\$ 90

- Includes all HFI loans that are 90 days or more past due as of June 30, 2021 and December 31, 2020.

See Note 2 to the financial statements in the 2020 Form 10-K for a description of the ACL calculated under the CECL methodology, including credit quality indicators, used for HFI loans.

Troubled Debt Restructurings

\$ in millions	At June 30, 2021	At December 31, 2020
Loans, before ACL	\$ 62	\$ 167
Lending commitments	—	27
ACL on Loans and Lending commitments	10	36

Troubled debt restructurings typically include modifications of interest rates, collateral requirements, other loan covenants and payment extensions. See Note 2 to the financial statements in the 2020 Form 10-K for further information on TDR guidance issued by Congress in the CARES Act as well as by the U.S. banking agencies.

Allowance for Credit Losses Rollforward—Loans

\$ in millions	Corporate	Secured lending facilities	CRE	Residential real estate	SBL and Other	Total
December 31, 2020	\$ 309	\$ 198	\$ 211	\$ 59	\$ 58	\$ 835
Gross charge-offs	(14)	(67)	(21)	—	—	(102)
Provision for credit losses ¹	(95)	48	5	(2)	2	(42)
Other	(1)	(2)	(1)	—	—	(4)
June 30, 2021	\$ 199	\$ 177	\$ 194	\$ 57	\$ 60	\$ 687

\$ in millions	Corporate	Secured lending facilities	CRE	Residential real estate	SBL and Other	Total
December 31, 2019	\$ 115	\$ 101	\$ 75	\$ 25	\$ 33	\$ 349
Effect of CECL adoption	(2)	(42)	34	21	(2)	9
Gross charge-offs	(33)	—	—	—	—	(33)
Recoveries	—	—	—	—	2	2
Net recoveries (charge-offs)	(33)	—	—	—	2	(31)
Provision for credit losses ¹	298	63	155	13	9	538
Other	1	—	(38)	—	38	1
June 30, 2020	\$ 379	\$ 122	\$ 226	\$ 59	\$ 80	\$ 866

Allowance for Credit Losses Rollforward—Lending Commitments

\$ in millions	Corporate	Secured lending facilities	CRE	Residential real estate	SBL and Other	Total
December 31, 2020	\$ 323	\$ 38	\$ 11	\$ 1	\$ 23	\$ 396
Provision for credit losses ¹	18	1	—	—	(2)	17
Other	(1)	1	(1)	—	—	(1)
June 30, 2021	\$ 340	\$ 40	\$ 10	\$ 1	\$ 21	\$ 412

\$ in millions	Corporate	Secured lending facilities	CRE	Residential real estate	SBL and Other	Total
December 31, 2019	\$ 201	\$ 27	\$ 7	\$ —	\$ 6	\$ 241
Effect of CECL adoption	(41)	(11)	1	2	(1)	(50)
Provision for credit losses ¹	73	26	7	(1)	3	108
Other	(2)	—	(4)	—	4	(2)
June 30, 2020	\$ 231	\$ 42	\$ 11	\$ 1	\$ 12	\$ 297

CRE—Commercial real estate
SBL—Securities-based lending.

Provision for Credit Losses

\$ in millions	Three Months Ended June 30,	
	2021	2020
Loans	\$ 16	\$ 246
Lending commitments	57	(7)

The aggregate allowance for loans and lending commitments decreased in the current year period, primarily reflecting charge-offs and a release in the allowance for credit losses within the Institutional Securities business segment. The allowance release was primarily a result of improvements in the outlook for macroeconomic conditions and the impact of paydowns on Corporate loans, including by lower-rated borrowers, partially offset by the provision for one Secured lending facility. The base scenario used in our ACL models as

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Morgan Stanley

of June 30, 2021 was generated using a combination of industry consensus economic forecasts, forward rates, and internally developed and validated models. Given the nature of our lending portfolio, the most sensitive model input is U.S. gross domestic product. The base scenario, among other things, assumes continued growth over the forecast period with U.S. GDP reaching a year-over-year growth rate of approximately 6% by the fourth quarter of 2021, supported by fiscal stimulus and accommodative monetary policy. For a further discussion of the Firm's loans as well as the Firm's allowance methodology, refer to Notes 2 and 10 to the financial statements in the 2020 Form 10-K.

Employee Loans

\$ in millions	At June 30, 2021	At December 31, 2020
Currently employed by the Firm ¹	\$ 3,329	\$ 3,100
No longer employed by the Firm ²	133	140
Employee loans	\$ 3,462	\$ 3,240
ACL	(163)	(165)
Employee loans, net of ACL	\$ 3,299	\$ 3,075
Remaining repayment term, weighted average in years	5.6	5.3

- These loans were predominantly current as of June 30, 2021 and December 31, 2020.
- These loans were predominantly past due for a period of 90 days or more as of June 30, 2021 and December 31, 2020.

Employee loans are granted in conjunction with a program established primarily to recruit certain Wealth Management representatives, are full recourse and generally require periodic repayments, and are due in full upon termination of employment with the Firm. These loans are recorded in Customer and other receivables in the balance sheets. The ACL as of June 30, 2021 and December 31, 2020 was calculated under the CECL methodology. The related provision is recorded in Compensation and benefits expense in the income statements. See Note 2 to the financial statements in the 2020 Form 10-K for a description of the CECL allowance methodology, including credit quality indicators, for employee loans.

11. Other Assets—Equity Method Investments

Equity Method Investments

\$ in millions	At June 30, 2021	At December 31, 2020
Investments	\$ 2,266	\$ 2,410

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Income (loss)	\$ 51	\$ (63)	\$ 27	\$ (34)

Equity method investments, other than investments in certain fund interests, are summarized above and are included in Other assets in the balance sheets with related income or loss included in Other revenues in the income statements. See "Net Asset Value Measurements—Fund Interests" in Note 5

for the carrying value of certain of the Firm's fund interests, which are comprised of general and limited partnership interests, as well as any related carried interest.

Japanese Securities Joint Venture

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Income (loss) from investment in MUMSS	\$ 52	\$ (1)	\$ 84	\$ 31

For more information on Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. ("MUMSS") and other relationships with Mitsubishi UFJ Financial Group, Inc., see Note 12 to the financial statements in the 2020 Form 10-K.

12. Deposits

Deposits

\$ in millions	At June 30, 2021	At December 31, 2020
Savings and demand deposits	\$ 299,681	\$ 279,221
Time deposits	20,677	31,561
Total	\$ 320,358	\$ 310,782
Deposits subject to FDIC insurance	\$ 237,803	\$ 234,211
Time deposits that equal or exceed the FDIC insurance limit	\$ 6	\$ 16

Time Deposit Maturities

\$ in millions	At June 30, 2021
2021	\$ 6,804
2022	5,523
2023	4,117
2024	2,821
2025	776
Thereafter	636
Total	\$ 20,677

13. Borrowings and Other Secured Financings

Borrowings

\$ in millions	At June 30, 2021	At December 31, 2020
Original maturities of one year or less	\$ 5,538	\$ 3,691
Original maturities greater than one year		
Senior	\$ 207,781	\$ 202,305
Subordinated	10,823	11,083
Total	\$ 218,604	\$ 213,388
Total borrowings	\$ 224,142	\$ 217,079
Weighted average stated maturity, in years ¹	7.6	7.3

- Only includes borrowings with original maturities greater than one year.

Notes to Consolidated Financial Statements (Unaudited)

Other Secured Financings

<i>\$ in millions</i>	At June 30, 2021	At December 31, 2020
Original maturities:		
One year or less	\$ 6,767	\$ 10,453
Greater than one year	4,465	5,410
Total	\$ 11,232	\$ 15,863
Transfers of assets accounted for as secured financings	\$ 1,253	\$ 1,529

Other secured financings include the liabilities related to certain ELNs, transfers of financial assets that are accounted for as financings rather than sales, pledged commodities, consolidated VIEs where the Firm is deemed to be the primary beneficiary and other secured borrowings. These liabilities are generally payable from the cash flows of the related assets accounted for as Trading assets. See Note 15 for further information on other secured financings related to VIEs and securitization activities.

For transfers of assets that fail to meet accounting criteria for a sale, the Firm continues to record the assets and recognizes the associated liabilities in the balance sheets.

14. Commitments, Guarantees and Contingencies

Commitments

<i>\$ in millions</i>	Years to Maturity at June 30, 2021				Total
	Less than 1	1-3	3-5	Over 5	
Lending:					
Corporate	\$ 16,396	\$ 38,716	\$ 44,932	\$ 7,479	\$ 107,523
Secured lending facilities	6,007	6,669	2,086	643	15,405
Commercial and Residential real estate	428	233	19	248	928
Securities-based lending and Other	11,103	3,724	308	266	15,401
Forward-starting secured financing receivables	69,886	—	—	—	69,886
Central counterparty	300	—	—	6,237	6,537
Underwriting	—	60	—	—	60
Investment activities	1,019	253	56	356	1,684
Letters of credit and other financial guarantees	26	—	—	3	29
Total	\$105,165	\$49,655	\$47,401	\$15,232	\$217,453
Lending commitments participated to third parties					\$ 9,223
Forward-starting secured financing receivables settled within three business days					\$ 64,159

Since commitments associated with these instruments may expire unused, the amounts shown do not necessarily reflect the actual future cash funding requirements.

For a further description of these commitments, refer to Note 15 to the financial statements in the 2020 Form 10-K.

Guarantees

<i>\$ in millions</i>	At June 30, 2021				Carrying Amount Asset (Liability)
	Maximum Potential Payout/Notional of Obligations by Years to Maturity				
	Less than 1	1-3	3-5	Over 5	
Non-credit derivatives ¹	\$ 1,352,865	\$ 1,029,619	\$ 445,441	\$ 955,300	\$ (46,932)
Standby letters of credit and other financial guarantees issued ²	1,537	1,250	517	3,735	89
Market value guarantees	79	22	—	—	—
Liquidity facilities	4,073	—	—	—	5
Whole loan sales guarantees	—	—	58	23,123	—
Securitization representations and warranties ³	—	—	—	69,210	(42)
General partner guarantees	315	12	20	125	(68)
Client clearing guarantees	52	—	—	—	—

1. The carrying amounts of derivative contracts that meet the accounting definition of a guarantee are shown on a gross basis. For further information on derivatives contracts, see Note 7.
2. These amounts include certain issued standby letters of credit participated to third parties, totaling \$0.6 billion of notional and collateral/recourse, due to the nature of the Firm's obligations under these arrangements. As of June 30, 2021, the carrying amount of standby letters of credit and other financial guarantees issued includes an allowance for credit losses of \$88 million.
3. Primarily related to residential mortgage securitizations.

The Firm has obligations under certain guarantee arrangements, including contracts and indemnification agreements, that contingently require the Firm to make payments to the guaranteed party based on changes in an underlying measure (such as an interest or foreign exchange rate, security or commodity price, an index, or the occurrence or non-occurrence of a specified event) related to an asset, liability or equity security of a guaranteed party. Also included as guarantees are contracts that contingently require the Firm to make payments to the guaranteed party based on another entity's failure to perform under an agreement, as well as indirect guarantees of the indebtedness of others.

For more information on the nature of the obligations and related business activities for our guarantees, see Note 15 to the financial statements in the 2020 Form 10-K.

Other Guarantees and Indemnities

In the normal course of business, the Firm provides guarantees and indemnifications in a variety of transactions. These provisions generally are standard contractual terms. Certain of these guarantees and indemnifications related to indemnities, exchange and clearinghouse member guarantees and merger and acquisition guarantees are described in Note 15 to the financial statements in the 2020 Form 10-K.

In addition, in the ordinary course of business, the Firm guarantees the debt and/or certain trading obligations (including obligations associated with derivatives, foreign exchange contracts and the settlement of physical commodities) of certain subsidiaries. These guarantees generally are entity or product specific and are required by investors or trading counterparties. The activities of the

Notes to Consolidated Financial Statements (Unaudited)

Morgan Stanley

Firm's subsidiaries covered by these guarantees (including any related debt or trading obligations) are included in the financial statements.

Finance Subsidiary

The Parent Company fully and unconditionally guarantees the securities issued by Morgan Stanley Finance LLC, a wholly owned finance subsidiary. No other subsidiary of the Parent Company guarantees these securities.

Contingencies

Legal

In addition to the matters described in the following paragraphs, in the normal course of business, the Firm has been named, from time to time, as a defendant in various legal actions, including arbitrations, class actions and other litigation, arising in connection with its activities as a global diversified financial services institution. Certain of the actual or threatened legal actions include claims for substantial compensatory and/or punitive damages or claims for indeterminate amounts of damages. In some cases, the entities that would otherwise be the primary defendants in such cases are bankrupt or are in financial distress. These actions have included, but are not limited to, residential mortgage and credit crisis-related matters.

While the Firm has identified below any individual proceedings where the Firm believes a material loss to be reasonably possible and reasonably estimable, there can be no assurance that material losses will not be incurred from claims that have not yet been asserted or those where potential losses have not yet been determined to be probable or possible, and reasonably estimable.

The Firm contests liability and/or the amount of damages as appropriate in each pending matter. Where available information indicates that it is probable a liability had been incurred at the date of the financial statements and the Firm can reasonably estimate the amount of that loss, the Firm accrues the estimated loss by a charge to income.

In many proceedings and investigations, however, it is inherently difficult to determine whether any loss is probable or even possible or to estimate the amount of any loss. In addition, even where a loss is possible or an exposure to loss exists in excess of the liability already accrued with respect to a previously recognized loss contingency, it is not always possible to reasonably estimate the size of the possible loss or range of loss, particularly for proceedings and investigations where the factual record is being developed or contested or where plaintiffs or government entities seek substantial or indeterminate damages, restitution, disgorgement or penalties. Numerous issues may need to be resolved before a loss or additional loss, or range of loss or additional range of loss, can be reasonably estimated for a proceeding or investigation, including through potentially lengthy discovery and

determination of important factual matters, determination of issues related to class certification and the calculation of damages or other relief, and by addressing novel or unsettled legal questions relevant to the proceedings or investigations in question.

For certain other legal proceedings and investigations, the Firm can estimate reasonably possible losses, additional losses, ranges of loss or ranges of additional loss in excess of amounts accrued but does not believe, based on current knowledge and after consultation with counsel, that such losses could have a material adverse effect on the Firm's financial statements as a whole, other than the matters referred to in the following paragraphs.

On September 23, 2014, Financial Guaranty Insurance Company ("FGIC") filed a complaint against the Firm in the Supreme Court of the State of New York County ("Supreme Court of NY") styled *Financial Guaranty Insurance Company v. Morgan Stanley ABS Capital I Inc. et al.* relating to the Morgan Stanley ABS Capital I Inc. Trust 2007-NC4. The complaint asserts claims for breach of contract and fraudulent inducement and alleges, among other things, that the loans in the trust breached various representations and warranties and defendants made untrue statements and material omissions to induce FGIC to issue a financial guaranty policy on certain classes of certificates that had an original balance of approximately \$876 million. The complaint seeks, among other relief, specific performance of the loan breach remedy procedures in the transaction documents, compensatory, consequential and punitive damages, attorneys' fees, interest and costs. On January 23, 2017, the court denied the Firm's motion to dismiss the complaint. On September 13, 2018, the Appellate Division, First Department ("First Department") affirmed in part and reversed in part the lower court's order denying the Firm's motion to dismiss the complaint. On December 20, 2018, the First Department denied plaintiff's motion for leave to appeal to the New York Court of Appeals ("Court of Appeals") or, in the alternative, for re-argument. Based on currently available information, the Firm believes that it could incur a loss in this action of up to approximately \$277 million, the total original unpaid balance of the mortgage loans for which the Firm received repurchase demands from a certificate holder and FGIC that the Firm did not repurchase, plus pre- and post-judgment interest, fees and costs, as well as claim payments that FGIC has made and will make in the future. In addition, plaintiff is seeking to expand the number of loans at issue and the possible range of loss could increase.

On January 23, 2015, Deutsche Bank National Trust Company, in its capacity as trustee, filed a complaint against the Firm styled *Deutsche Bank National Trust Company solely in its capacity as Trustee of the Morgan Stanley ABS Capital I Inc. Trust 2007-NC4 v. Morgan Stanley Mortgage Capital Holdings LLC as Successor-by-Merger to Morgan Stanley Mortgage Capital Inc., and Morgan Stanley ABS Capital I Inc.*, pending in the Supreme Court of NY. The

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complaint asserts claims for breach of contract and alleges, among other things, that the loans in the trust, which had an original principal balance of approximately \$1.05 billion, breached various representations and warranties. The complaint seeks, among other relief, specific performance of the loan breach remedy procedures in the transaction documents, compensatory, consequential, rescissory, equitable and punitive damages, attorneys' fees, costs and other related expenses, and interest. On December 11, 2015, the court granted in part and denied in part the Firm's motion to dismiss the complaint. On October 19, 2018, the court granted the Firm's motion for leave to amend its answer and to stay the case pending resolution of Deutsche Bank National Trust Company's appeal to the Court of Appeals in another case, styled *Deutsche Bank National Trust Company v. Barclays Bank PLC*, regarding the applicable statute of limitations. On January 17, 2019, the First Department reversed the trial court's order to the extent that it had granted in part the Firm's motion to dismiss the complaint. On June 4, 2019, the First Department granted the Firm's motion for leave to appeal its January 17, 2019 decision to the Court of Appeals. On March 19, 2020, the Firm filed a motion for partial summary judgment. Based on currently available information, the Firm believes that it could incur a loss in this action of up to approximately \$277 million, the total original unpaid balance of the mortgage loans for which the Firm received repurchase demands from a certificate holder and a monoline insurer that the Firm did not repurchase, plus pre- and post-judgment interest, fees and costs, but plaintiff is seeking to expand the number of loans at issue and the possible range of loss could increase.

Tax

In matters styled *Case number 15/3637* and *Case number 15/4353*, the Dutch Tax Authority ("Dutch Authority") is challenging in the Dutch courts, the prior set-off by the Firm of approximately €124 million (approximately \$147 million) plus accrued interest of withholding tax credits against the Firm's corporation tax liabilities for the tax years 2007 to 2013. The Dutch Authority alleges that the Firm was not entitled to receive the withholding tax credits on the basis, inter alia, that a Firm subsidiary did not hold legal title to certain securities subject to withholding tax on the relevant dates. The Dutch Authority has also alleged that the Firm failed to provide certain information to the Dutch Authority and keep adequate books and records. On April 26, 2018, the District Court in Amsterdam issued a decision dismissing the Dutch Authority's claims with respect to certain of the tax years in dispute. On May 12, 2020, the Court of Appeal in Amsterdam granted the Dutch Authority's appeal in matters re-styled *Case number 18/00318* and *Case number 18/00319*. On June 22, 2020, the Firm filed an appeal against the decision of the Court of Appeal in Amsterdam before the Dutch High Court. On January 29, 2021, the Advocate General of the Dutch High Court in matters re-styled *Case number 15/3637* and *Case number 15/4353* issued an advisory opinion on the Firm's appeal, which rejected the

Firm's principal grounds of appeal. On February 11, 2021, the Firm and the Dutch Tax Authority each responded to this opinion. On June 22, 2021, Dutch criminal authorities sought various documents in connection with an investigation of the Firm related to the civil claims asserted by the Dutch Tax Authority in matters re-styled *Case number 18/00318* and *Case number 18/00319*, concerning the accuracy of the Dutch subsidiary's tax returns and the maintenance of its books and records for 2007 to 2012.

15. Variable Interest Entities and Securitization Activities

Consolidated VIE Assets and Liabilities by Type of Activity¹

\$ in millions	At June 30, 2021		At December 31, 2020	
	VIE Assets	VIE Liabilities	VIE Assets	VIE Liabilities
CLO	\$ 800	\$ 705	\$ 418	\$ 350
MABS ²	388	47	590	17
Other ³	1,497	378	1,110	47
Total	\$ 2,685	\$ 1,130	\$ 2,118	\$ 414

1. Certain prior period amounts have been reclassified to conform to the current presentation.
2. Amounts include transactions backed by residential mortgage loans, commercial mortgage loans and other types of assets, including consumer or commercial assets and may be in loan or security form. The value of assets is determined based on the fair value of the liabilities and the interests owned by the Firm in such VIEs as the fair values for the liabilities and interests owned are more observable.
3. Other primarily includes operating entities and investment funds.

Consolidated VIE Assets and Liabilities by Balance Sheet Caption

\$ in millions	At June 30, 2021	At December 31, 2020
Assets		
Cash and cash equivalents	\$ 318	\$ 269
Trading assets at fair value	1,781	1,445
Securities purchased under agreements to resell	200	—
Customer and other receivables	25	23
Intangible assets	92	98
Other assets	269	283
Total	\$ 2,685	\$ 2,118
Liabilities		
Other secured financings	\$ 949	\$ 366
Other liabilities and accrued expenses	181	48
Total	\$ 1,130	\$ 414
Noncontrolling interests	\$ 143	\$ 196

Consolidated VIE assets and liabilities are presented in the previous tables after intercompany eliminations. Generally, most assets owned by consolidated VIEs cannot be removed unilaterally by the Firm and are not available to the Firm while the related liabilities issued by consolidated VIEs are non-recourse to the Firm. However, in certain consolidated VIEs, the Firm either has the unilateral right to remove assets or provides additional recourse through derivatives such as total return swaps, guarantees or other forms of involvement.

In general, the Firm's exposure to loss in consolidated VIEs is limited to losses that would be absorbed on the VIE net assets

Notes to Consolidated Financial Statements (Unaudited)

recognized in its financial statements, net of amounts absorbed by third-party variable interest holders.

Non-consolidated VIEs

\$ in millions	At June 30, 2021				
	MABS ¹	CDO	MTOB	OSF	Other ²
VIE assets (UPB)	\$155,510	\$1,918	\$6,424	\$2,001	\$50,129
Maximum exposure to loss³					
Debt and equity interests	\$ 20,473	\$ 166	\$ 4	\$1,245	\$10,741
Derivative and other contracts	—	—	4,073	—	5,997
Commitments, guarantees and other	1,390	—	—	—	1,443
Total	\$ 21,863	\$ 166	\$ 4,077	\$1,245	\$18,181
Carrying value of variable interests—Assets					
Debt and equity interests	\$ 20,473	\$ 166	\$ 4	\$1,245	\$10,741
Derivative and other contracts	—	—	5	—	2,208
Total	\$ 20,473	\$ 166	\$ 9	\$1,245	\$12,949
Additional VIE assets owned ⁴					\$17,235
Carrying value of variable interests—Liabilities					
Derivative and other contracts	\$ —	\$ —	\$ —	\$ —	\$ 217

\$ in millions	At December 31, 2020				
	MABS ¹	CDO	MTOB	OSF	Other ²
VIE assets (UPB)	\$184,153	\$3,527	\$6,524	\$2,161	\$48,241
Maximum exposure to loss³					
Debt and equity interests	\$ 26,247	\$ 257	\$ —	\$1,187	\$11,008
Derivative and other contracts	—	—	4,425	—	5,639
Commitments, guarantees and other	929	—	—	—	749
Total	\$ 27,176	\$ 257	\$4,425	\$1,187	\$17,396
Carrying value of variable interests—Assets					
Debt and equity interests	\$ 26,247	\$ 257	\$ —	\$1,187	\$11,008
Derivative and other contracts	—	—	5	—	851
Total	\$ 26,247	\$ 257	\$ 5	\$1,187	\$11,859
Additional VIE assets owned ⁴					\$20,019
Carrying value of variable interests—Liabilities					
Derivative and other contracts	\$ —	\$ —	\$ —	\$ —	\$ 222

MTOB—Municipal tender option bonds

- Amounts include transactions backed by residential mortgage loans, commercial mortgage loans and other types of assets, including consumer or commercial assets, and may be in loan or security form.
- Other primarily includes exposures to commercial real estate property and investment funds.
- Where notional amounts are utilized in quantifying the maximum exposure related to derivatives, such amounts do not reflect changes in fair value recorded by the Firm.
- Additional VIE assets owned represents the carrying value of total exposure to non-consolidated VIEs for which the maximum exposure to loss is less than specific thresholds, primarily interests issued by securitization SPEs. The Firm's maximum exposure to loss generally equals the fair value of the assets owned. These assets are primarily included in Trading assets and Investment securities and are measured at fair value (see Note 5). The Firm does not provide additional support in these transactions through contractual facilities, guarantees or similar derivatives.

The majority of the VIEs included in the previous tables are sponsored by unrelated parties; examples of the Firm's involvement with these VIEs include its secondary market-making activities and the securities held in its Investment securities portfolio (see Note 8).

The Firm's maximum exposure to loss is dependent on the nature of the Firm's variable interest in the VIE and is limited to the notional amounts of certain liquidity facilities and other credit support, total return swaps and written put options, as

well as the fair value of certain other derivatives and investments the Firm has made in the VIE.

The Firm's maximum exposure to loss in the previous tables does not include the offsetting benefit of hedges or any reductions associated with the amount of collateral held as part of a transaction with the VIE or any party to the VIE directly against a specific exposure to loss.

Liabilities issued by VIEs generally are non-recourse to the Firm.

Detail of Mortgage- and Asset-Backed Securitization Assets

\$ in millions	At June 30, 2021		At December 31, 2020	
	UPB	Debt and Equity Interests	UPB	Debt and Equity Interests
Residential mortgages	\$ 17,146	\$ 2,637	\$ 17,775	\$ 3,175
Commercial mortgages	62,404	3,705	62,093	4,131
U.S. agency collateralized mortgage obligations	70,091	11,989	99,182	17,224
Other consumer or commercial loans	5,869	2,142	5,103	1,717
Total	\$ 155,510	\$ 20,473	\$ 184,153	\$ 26,247

Transferred Assets with Continuing Involvement

\$ in millions	At June 30, 2021			
	RML	CML	U.S. Agency CMO	CLN and Other ¹
SPE assets (UPB) ²	\$ 7,217	\$ 90,355	\$ 31,722	\$ 15,181
Retained interests				
Investment grade	\$ 98	\$ 936	\$ 605	\$ —
Non-investment grade	21	214	—	80
Total	\$ 119	\$ 1,150	\$ 605	\$ 80
Interests purchased in the secondary market				
Investment grade	\$ —	\$ 78	\$ 20	\$ —
Non-investment grade	46	68	—	1
Total	\$ 46	\$ 146	\$ 20	\$ 1
Derivative assets	\$ —	\$ —	\$ —	\$ 608
Derivative liabilities	—	—	—	197

\$ in millions	At December 31, 2020			
	RML	CML	U.S. Agency CMO	CLN and Other ¹
SPE assets (UPB) ²	\$ 7,515	\$ 84,674	\$ 21,061	\$ 12,978
Retained interests				
Investment grade	\$ 49	\$ 822	\$ 615	\$ —
Non-investment grade	16	195	—	114
Total	\$ 65	\$ 1,017	\$ 615	\$ 114
Interests purchased in the secondary market				
Investment grade	\$ —	\$ 96	\$ 116	\$ —
Non-investment grade	43	80	—	21
Total	\$ 43	\$ 176	\$ 116	\$ 21
Derivative assets	\$ —	\$ —	\$ —	\$ 400
Derivative liabilities	—	—	—	436

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\$ in millions	Fair Value At June 30, 2021		
	Level 2	Level 3	Total
Retained interests			
Investment grade	\$ 702	\$ —	\$ 702
Non-investment grade	12	50	62
Total	\$ 714	\$ 50	\$ 764
Interests purchased in the secondary market			
Investment grade	\$ 97	\$ 1	\$ 98
Non-investment grade	76	39	115
Total	\$ 173	\$ 40	\$ 213
Derivative assets	\$ 607	\$ 1	\$ 608
Derivative liabilities	163	34	197

\$ in millions	Fair Value at December 31, 2020		
	Level 2	Level 3	Total
Retained interests			
Investment grade	\$ 663	\$ —	\$ 663
Non-investment grade	6	63	69
Total	\$ 669	\$ 63	\$ 732
Interests purchased in the secondary market			
Investment grade	\$ 196	\$ 16	\$ 212
Non-investment grade	62	82	144
Total	\$ 258	\$ 98	\$ 356
Derivative assets	\$ 388	\$ 12	\$ 400
Derivative liabilities	435	1	436

RML—Residential mortgage loans

CML—Commercial mortgage loans

1. Amounts include CLO transactions managed by unrelated third parties.

2. Amounts include assets transferred by unrelated transferors.

The previous tables include transactions with SPEs in which the Firm, acting as principal, transferred financial assets with continuing involvement and received sales treatment. The transferred assets are carried at fair value prior to securitization, and any changes in fair value are recognized in the income statements. The Firm may act as underwriter of the beneficial interests issued by these securitization vehicles, for which Investment banking revenues are recognized. The Firm may retain interests in the securitized financial assets as one or more tranches of the securitization. These retained interests are generally carried at fair value in the balance sheets with changes in fair value recognized in the income statements. Fair value for these interests is measured using techniques that are consistent with the valuation techniques applied to the Firm's major categories of assets and liabilities as described in Note 2 in the 2020 Form 10-K and Note 5 herein. Further, as permitted by applicable guidance, certain transfers of assets where the Firm's only continuing involvement is a derivative are only reported in the following Assets Sold with Retained Exposure table.

Proceeds from New Securitization Transactions and Sales of Loans

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
New transactions ¹	\$ 16,410	\$ 9,189	\$ 31,200	\$ 17,660
Retained interests	2,985	1,136	5,564	5,224
Sales of corporate loans to CLO SPEs ^{1,2}	73	73	73	139

1. Net gains on new transactions and sales of corporate loans to CLO entities at the time of the sale were not material for all periods presented.

2. Sponsored by non-affiliates.

The Firm has provided, or otherwise agreed to be responsible for, representations and warranties regarding certain assets transferred in securitization transactions sponsored by the Firm (see Note 14).

Assets Sold with Retained Exposure

\$ in millions	At June 30, 2021		At December 31, 2020	
Gross cash proceeds from sale of assets ¹	\$ 61,885	\$	45,051	
Fair value				
Assets sold	\$ 63,544	\$	46,609	
Derivative assets recognized in the balance sheets	1,972		1,592	
Derivative liabilities recognized in the balance sheets	314		64	

1. The carrying value of assets derecognized at the time of sale approximates gross cash proceeds.

The Firm enters into transactions in which it sells securities, primarily equities, and contemporaneously enters into bilateral OTC derivatives with the purchasers of the securities, through which it retains exposure to the sold securities.

For a discussion of the Firm's VIEs, the determination and structure of VIEs and securitization activities, see Note 16 to the financial statements in the 2020 Form 10-K.

16. Regulatory Requirements

Regulatory Capital Framework and Requirements

For a discussion of the Firm's regulatory capital framework, see Note 17 to the financial statements in the 2020 Form 10-K.

The Firm is required to maintain minimum risk-based and leverage-based capital ratios under regulatory capital requirements. A summary of the calculations of regulatory capital and RWA follows.

Minimum risk-based capital ratio requirements apply to Common Equity Tier 1 capital, Tier 1 capital and Total capital (which includes Tier 2 capital). Capital standards require certain adjustments to, and deductions from, capital for purposes of determining these ratios. At June 30, 2021 and December 31, 2020, the differences between the actual and required ratios were lower under the Standardized Approach.

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In 2020, the U.S. banking agencies adopted a final rule, consistent with an interim final rule that was effective March 31, 2020, altering, for purposes of the regulatory capital rules, the required adoption time period for CECL. As of June 30, 2021 and December 31, 2020, the risk-based and leverage-based capital amounts and ratios, as well as RWA, adjusted average assets and supplementary leverage exposure are calculated excluding the effect of the adoption of CECL based on the Firm's election to defer this effect over a five-year transition period which began on January 1, 2020 in accordance with the final rule.

Risk-Based Regulatory Capital Ratio Requirements

	At June 30, 2021 and December 31, 2020		
	Standardized	Advanced	
Capital buffers			
Capital conservation buffer	—	2.5%	
SCB	5.7%	N/A	
G-SIB capital surcharge	3.0%	3.0%	
CCyB ¹	0%	0%	
Capital buffer requirement ²	8.7%	5.5%	
	At June 30, 2021 and December 31, 2020		
	Regulatory Minimum	Standardized	Advanced
Required ratios³			
Common Equity Tier 1 capital ratio	4.5%	13.2%	10.0%
Tier 1 capital ratio	6.0%	14.7%	11.5%
Total capital ratio	8.0%	16.7%	13.5%

- The CCyB can be set up to 2.5%, but is currently set by the U.S. banking agencies at zero.
- The capital buffer requirement represents the amount of Common Equity Tier 1 capital the Firm must maintain above the minimum risk-based capital requirements in order to avoid restrictions on the Firm's ability to make capital distributions, including the payment of dividends and the repurchase of stock, and to pay discretionary bonuses to executive officers. The Firm's Standardized Approach capital buffer requirement is equal to the sum of the SCB, G-SIB capital surcharge and CCyB, and the Advanced Approach capital buffer requirement is equal to the 2.5% capital conservation buffer, G-SIB capital surcharge and CCyB.
- Required ratios represent the regulatory minimum plus the capital buffer requirement.

The Firm's Regulatory Capital and Capital Ratios

<i>\$ in millions</i>	Required Ratio ¹	At June 30, 2021	At December 31, 2020
Risk-based capital			
Common Equity Tier 1 capital		\$ 76,815	\$ 78,650
Tier 1 capital		84,612	88,079
Total capital		92,782	97,213
Total RWA		462,808	453,106
Common Equity Tier 1 capital ratio	13.2%	16.6%	17.4%
Tier 1 capital ratio	14.7%	18.3%	19.4%
Total capital ratio	16.7%	20.0%	21.5%

<i>\$ in millions</i>	Required Ratio ¹	At June 30, 2021	At December 31, 2020
Leverage-based capital			
Adjusted average assets ²		\$ 1,135,262	\$ 1,053,510
Tier 1 leverage ratio	4.0%	7.5%	8.4%
Supplementary leverage exposure ^{3,4}		\$ 1,439,971	\$ 1,192,506
SLR ⁴	5.0%	5.9%	7.4%

- Required ratios are inclusive of any buffers applicable as of the date presented. Failure to maintain the buffers would result in restrictions on the Firm's ability to make capital distributions, including the payment of dividends and the repurchase of stock, and to pay discretionary bonuses to executive officers.
- Adjusted average assets represents the denominator of the Tier 1 leverage ratio and is composed of the average daily balance of consolidated on-balance sheet assets for the quarters ending on the respective balance sheet dates, reduced by disallowed goodwill, intangible assets, investments in covered funds, defined benefit pension plan assets, after-tax gain on sale from assets sold into securitizations, investments in the Firm's own capital instruments, certain defined tax assets and other capital deductions.
- Supplementary leverage exposure is the sum of Adjusted average assets used in the Tier 1 leverage ratio and other adjustments, primarily: (i) for derivatives, potential future exposure and the effective notional principal amount of sold credit protection offset by qualifying purchased credit protection; (ii) the counterparty credit risk for repo-style transactions; and (iii) the credit equivalent amount for off-balance sheet exposures.
- The Firm's SLR and Supplementary leverage exposure as of December 31, 2020 reflect the exclusion of U.S. Treasury securities and deposits at Federal Reserve Banks based on a Federal Reserve interim final rule that was in effect until March 31, 2021.

Certain U.S. Bank Subsidiaries' Regulatory Capital and Capital Ratios

The OCC establishes capital requirements for the Firm's U.S. bank subsidiaries, which as of June 30, 2021 and December 31, 2020 include, among others, Morgan Stanley Bank, N.A. ("MSBNA") and Morgan Stanley Private Bank, National Association ("MSPBNA"), and evaluates their compliance with such capital requirements. Regulatory capital requirements for MSBNA and MSPBNA are calculated in a similar manner to the Firm's regulatory capital requirements, although G-SIB capital surcharge and SCB requirements do not apply to the U.S. bank subsidiaries.

The OCC's regulatory capital framework includes Prompt Corrective Action ("PCA") standards, including "well-capitalized" PCA standards that are based on specified regulatory capital ratio minimums. For the Firm to remain an FHC, its U.S. bank subsidiaries must remain well-capitalized in accordance with the OCC's PCA standards. In addition, failure by the U.S. bank subsidiaries to meet minimum capital requirements may result in certain mandatory and discretionary actions by regulators that, if undertaken, could have a direct material effect on the U.S. bank subsidiaries' and the Firm's financial statements.

Notes to Consolidated Financial Statements (Unaudited)

Morgan Stanley

At June 30, 2021 and December 31, 2020, MSBNA and MSPBNA risk-based capital ratios are based on the Standardized Approach rules. At June 30, 2021 and December 31, 2020, the risk-based and leverage-based capital amounts and ratios are calculated excluding the effect of the adoption of CECL based on MSBNA's and MSPBNA's election to defer this effect over a five-year transition period, which began on January 1, 2020.

MSBNA's Regulatory Capital

\$ in millions	Well-Capitalized Requirement	Required Ratio ¹	At June 30, 2021		At December 31, 2020	
			Amount	Ratio	Amount	Ratio
Risk-based capital						
Common Equity Tier 1 capital	6.5 %	7.0 %	\$18,069	19.8 %	\$17,238	18.7 %
Tier 1 capital	8.0 %	8.5 %	18,069	19.8 %	17,238	18.7 %
Total capital	10.0 %	10.5 %	18,644	20.5 %	17,882	19.4 %
Leverage-based capital						
Tier 1 leverage	5.0 %	4.0 %	\$18,069	10.4 %	\$17,238	10.1 %
SLR	6.0 %	3.0 %	18,069	8.1 %	17,238	8.0 %

MSPBNA's Regulatory Capital

\$ in millions	Well-Capitalized Requirement	Required Ratio ¹	At June 30, 2021		At December 31, 2020	
			Amount	Ratio	Amount	Ratio
Risk-based capital						
Common Equity Tier 1 capital	6.5 %	7.0 %	\$9,629	25.1 %	\$8,213	21.3 %
Tier 1 capital	8.0 %	8.5 %	9,629	25.1 %	8,213	21.3 %
Total capital	10.0 %	10.5 %	9,702	25.2 %	8,287	21.5 %
Leverage-based capital						
Tier 1 leverage	5.0 %	4.0 %	\$9,629	7.4 %	\$8,213	7.2 %
SLR	6.0 %	3.0 %	9,629	7.1 %	8,213	6.9 %

1. Required ratios are inclusive of any buffers applicable as of the date presented. Failure to maintain the buffers would result in restrictions on the ability to make capital distributions, including the payment of dividends.

U.S. Broker-Dealer Regulatory Capital Requirements

MS&Co. Regulatory Capital

\$ in millions	At June 30, 2021	At December 31, 2020
Net capital	\$16,739	\$12,869
Excess net capital	12,837	9,034

MS&Co. is a registered U.S. broker-dealer and registered futures commission merchant and, accordingly, is subject to the minimum net capital requirements of the SEC and the CFTC. MS&Co. has consistently operated with capital in excess of its regulatory capital requirements.

As an Alternative Net Capital broker-dealer, and in accordance with Securities Exchange Act of 1934 ("Exchange Act") Rule 15c3-1, Appendix E, MS&Co. is subject to minimum net capital and tentative net capital requirements. In addition, MS&Co. must notify the SEC if its tentative net capital falls below certain levels. At June 30, 2021 and December 31, 2020, MS&Co. exceeded its net capital

requirement and had tentative net capital in excess of the minimum and notification requirements.

Other Regulated Subsidiaries

MSSB, a registered U.S. broker-dealer and introducing broker for the futures business, is subject to the minimum net capital requirements of the SEC. MSIP, a London-based broker-dealer subsidiary, is subject to the capital requirements of the PRA, and the Morgan Stanley Europe Holdings SE Group ("MSEHSE Group") is subject to the capital requirements of the European Central Bank, BaFin and the German Central Bank. MSSB, MSIP and the MSEHSE Group, including MSESE, a Germany-based broker-dealer, have consistently operated with capital in excess of their respective regulatory capital requirements. Additionally, E*TRADE Bank and E*TRADE Savings Bank are subject to the capital requirements of the OCC, and E*TRADE Securities LLC is subject to the minimum net capital requirements of the SEC; each of these entities has consistently operated with capital in excess of their respective regulatory capital requirements.

Certain other U.S. and non-U.S. subsidiaries of the Firm are subject to various securities, commodities and banking regulations, and capital adequacy requirements promulgated by the regulatory and exchange authorities of the countries in which they operate. These subsidiaries have also consistently operated with capital in excess of their local capital adequacy requirements.

17. Total Equity

Preferred Stock

\$ in millions, except per share data	Shares Outstanding		Carrying Value	
	At June 30, 2021	Liquidation Preference per Share	At June 30, 2021	At December 31, 2020
Series				
A	44,000	\$25,000	\$1,100	\$1,100
C ¹	519,882	1,000	408	408
E	34,500	25,000	862	862
F	34,000	25,000	850	850
H	52,000	25,000	1,300	1,300
I	40,000	25,000	1,000	1,000
J	—	—	—	1,500
K	40,000	25,000	1,000	1,000
L	20,000	25,000	500	500
M	400,000	1,000	430	430
N	3,000	100,000	300	300
Total			\$7,750	\$9,250
Shares authorized				30,000,000

1. Series C preferred stock is held by MUFJ.

For a description of Series A through Series N preferred stock issuances, see Note 18 to the financial statements in the 2020 Form 10-K. The Firm's preferred stock has a preference over its common stock upon liquidation. The Firm's preferred stock qualifies as and is included in Tier 1 capital in

Notes to Consolidated Financial Statements (Unaudited)

accordance with regulatory capital requirements (see Note 16).

On March 15, 2021, the Firm announced the redemption in whole of its outstanding Series J preferred stock. On notice of redemption, the amount due to holders of Series J Preferred Stock was reclassified to Borrowings, and on April 15, 2021 the redemption settled at the carrying value of \$1.5 billion.

Share Repurchases

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Repurchases of common stock under the Firm's Share Repurchase Program	\$ 2,939	\$ —	\$ 5,074	\$ 1,347

Beginning late in the first quarter of 2020, the Firm suspended its share repurchase program, however the Federal Reserve permitted the resumption of share repurchases for the current year period. On June 28, 2021, the Firm announced its Board of Directors authorized the repurchase of up to \$12 billion of outstanding common stock from July 1, 2021 through June 30, 2022, from time to time as conditions warrant, which supersedes the previous common stock repurchase authorization. For more information on share repurchases, see Note 18 to the financial statements in the 2020 Form 10-K.

Common Shares Outstanding for Basic and Diluted EPS

in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Weighted average common shares outstanding, basic	1,814	1,541	1,804	1,548
Effect of dilutive Stock options, RSUs and PSUs	27	16	25	17
Weighted average common shares outstanding and common stock equivalents, diluted	1,841	1,557	1,829	1,565
Weighted average antidilutive common stock equivalents (excluded from the computation of diluted EPS)	—	8	—	10

Dividends

\$ in millions, except per share data	Three Months Ended June 30, 2021		Three Months Ended June 30, 2020	
	Per Share ¹	Total	Per Share ¹	Total
Preferred stock series				
A	\$ 253	\$ 11	\$ 253	\$ 11
C	25	13	25	13
E	445	15	445	15
F	430	15	430	15
H	240	12	305	16
I	398	16	398	16
J ²	—	—	694	42
K	366	15	366	15
L	305	6	305	6
Total Preferred stock	\$ 2,939	\$ 103	\$ 5,074	\$ 149
Common stock	0.35	\$ 651	0.35	\$ 550

\$ in millions, except per share data	Six Months Ended June 30, 2021		Six Months Ended June 30, 2020	
	Per Share ¹	Total	Per Share ¹	Total
Preferred stock series				
A	\$ 503	\$ 22	\$ 506	\$ 22
C	50	26	50	26
E	891	30	891	30
F	859	29	859	29
H	480	25	649	34
I	797	32	797	32
J ²	253	15	694	42
K	731	30	731	30
L	609	12	609	12
M ³	29	12	—	—
N ⁴	2,650	8	—	—
Total Preferred stock	\$ 241	\$ 257	\$ 241	\$ 257
Common stock	\$ 0.70	\$ 1,286	\$ 0.70	\$ 1,111

- Common and Preferred Stock dividends are payable quarterly, unless otherwise noted.
- Series J was payable semiannually until July 15, 2020, after which it was payable quarterly until its redemption.
- Series M is payable semiannually until September 15, 2026, and thereafter will be payable quarterly.
- Series N is payable semiannually until March 15, 2023, and thereafter will be payable quarterly.

Accumulated Other Comprehensive Income (Loss)¹

\$ in millions	CTA	AFS Securities	Pension and Other	DVA	Total
March 31, 2021	\$ (936)	\$ 1,011	\$ (493)	\$ (2,336)	\$ (2,754)
OCI during the period	41	(7)	12	185	231
June 30, 2021	\$ (895)	\$ 1,004	\$ (481)	\$ (2,151)	\$ (2,523)
March 31, 2020	\$ (1,038)	\$ 1,532	\$ (619)	\$ 2,220	\$ 2,095
OCI during the period	21	295	(1)	(2,409)	(2,094)
June 30, 2020	\$ (1,017)	\$ 1,827	\$ (620)	\$ (189)	\$ 1
December 31, 2020	\$ (795)	\$ 1,787	\$ (498)	\$ (2,456)	\$ (1,962)
OCI during the period	(100)	(783)	17	305	(561)
June 30, 2021	\$ (895)	\$ 1,004	\$ (481)	\$ (2,151)	\$ (2,523)
December 31, 2019	\$ (897)	\$ 207	\$ (644)	\$ (1,454)	\$ (2,788)
OCI during the period	(120)	1,620	24	1,265	2,789
June 30, 2020	\$ (1,017)	\$ 1,827	\$ (620)	\$ (189)	\$ 1

CTA—Cumulative foreign currency translation adjustments

1. Amounts are net of tax and noncontrolling interests.

Components of Period Changes in OCI

\$ in millions	Three Months Ended June 30, 2021				
	Pre-tax Gain (Loss)	Income Tax Benefit (Provision)	After-tax Gain (Loss)	Non-controlling Interests	Net
CTA					
OCI activity	\$ 12	\$ 29	\$ 41	\$ —	\$ 41
Reclassified to earnings	—	—	—	—	—
Net OCI	\$ 12	\$ 29	\$ 41	\$ —	\$ 41
Change in net unrealized gains (losses) on AFS securities					
OCI activity	\$ 47	\$ (10)	\$ 37	\$ —	\$ 37
Reclassified to earnings	(58)	14	(44)	—	(44)
Net OCI	\$ (11)	\$ 4	\$ (7)	\$ —	\$ (7)
Pension and other					
OCI activity	\$ 8	\$ —	\$ 8	\$ —	\$ 8
Reclassified to earnings	7	(3)	4	—	4
Net OCI	\$ 15	\$ (3)	\$ 12	\$ —	\$ 12
Change in net DVA					
OCI activity	\$ 237	\$ (59)	\$ 178	\$ 1	\$ 177
Reclassified to earnings	10	(2)	8	—	8
Net OCI	\$ 247	\$ (61)	\$ 186	\$ 1	\$ 185

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Morgan Stanley

\$ in millions	Three Months Ended June 30, 2020					Net
	Pre-tax Gain (Loss)	Income Tax Benefit (Provision)	After-tax Gain (Loss)	Non-controlling Interests		
CTA						
OCI activity	\$ 5	\$ 19	\$ 24	\$ —	\$ 24	
Reclassified to earnings	(3)	—	(3)	—	(3)	
Net OCI	\$ 2	\$ 19	\$ 21	\$ —	\$ 21	
Change in net unrealized gains (losses) on AFS securities						
OCI activity	\$ 395	\$ (93)	\$ 302	\$ —	\$ 302	
Reclassified to earnings	(10)	3	(7)	—	(7)	
Net OCI	\$ 385	\$ (90)	\$ 295	\$ —	\$ 295	
Pension and other						
OCI activity	\$ (4)	\$ (1)	\$ (5)	\$ —	\$ (5)	
Reclassified to earnings	5	(1)	4	—	4	
Net OCI	\$ 1	\$ (2)	\$ (1)	\$ —	\$ (1)	
Change in net DVA						
OCI activity	\$(3,301)	\$ 805	\$(2,496)	\$ (87)	\$(2,409)	
Reclassified to earnings	1	(1)	—	—	—	
Net OCI	\$(3,300)	\$ 804	\$(2,496)	\$ (87)	\$(2,409)	

\$ in millions	Six Months Ended June 30, 2021					Net
	Pre-tax Gain (Loss)	Income Tax Benefit (Provision)	After-tax Gain (Loss)	Non-controlling Interests		
CTA						
OCI activity	\$ (92)	\$ (86)	\$ (178)	\$ (78)	\$ (100)	
Reclassified to earnings	—	—	—	—	—	
Net OCI	\$ (92)	\$ (86)	\$ (178)	\$ (78)	\$ (100)	
Change in net unrealized gains (losses) on AFS securities						
OCI activity	\$ (829)	\$ 193	\$ (636)	\$ —	\$ (636)	
Reclassified to earnings	(192)	45	(147)	—	(147)	
Net OCI	\$(1,021)	\$ 238	\$ (783)	\$ —	\$ (783)	
Pension and other						
OCI activity	\$ 8	\$ —	\$ 8	\$ —	\$ 8	
Reclassified to earnings	14	(5)	9	—	9	
Net OCI	\$ 22	\$ (5)	\$ 17	\$ —	\$ 17	
Change in net DVA						
OCI activity	\$ 404	\$ (102)	\$ 302	\$ 18	\$ 284	
Reclassified to earnings	27	(6)	21	—	21	
Net OCI	\$ 431	\$ (108)	\$ 323	\$ 18	\$ 305	

\$ in millions	Six Months Ended June 30, 2020					Net
	Pre-tax Gain (Loss)	Income Tax Benefit (Provision)	After-tax Gain (Loss)	Non-controlling Interests		
CTA						
OCI activity	\$ (15)	\$ (93)	\$ (108)	\$ 9	\$ (117)	
Reclassified to earnings	(3)	—	(3)	—	(3)	
Net OCI	\$ (18)	\$ (93)	\$ (111)	\$ 9	\$ (120)	
Change in net unrealized gains (losses) on AFS securities						
OCI activity	\$ 2,168	\$ (509)	\$ 1,659	\$ —	\$ 1,659	
Reclassified to earnings	(51)	12	(39)	—	(39)	
Net OCI	\$ 2,117	\$ (497)	\$ 1,620	\$ —	\$ 1,620	
Pension and other						
OCI activity	\$ 21	\$ (5)	\$ 16	\$ —	\$ 16	
Reclassified to earnings	10	(2)	8	—	8	
Net OCI	\$ 31	\$ (7)	\$ 24	\$ —	\$ 24	
Change in net DVA						
OCI activity	\$ 1,714	\$ (411)	\$ 1,303	\$ 42	\$ 1,261	
Reclassified to earnings	6	(2)	4	—	4	
Net OCI	\$ 1,720	\$ (413)	\$ 1,307	\$ 42	\$ 1,265	

18. Interest Income and Interest Expense

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Interest income				
Investment securities	\$ 608	\$ 629	\$ 1,457	\$ 1,074
Loans	1,040	1,050	2,028	2,204
Securities purchased under agreements to resell and Securities borrowed ¹	(321)	(141)	(617)	257
Trading assets, net of Trading liabilities	486	616	996	1,365
Customer receivables and Other ²	399	204	785	961
Total interest income	\$ 2,212	\$ 2,358	\$ 4,649	\$ 5,861
Interest expense				
Deposits	\$ 108	\$ 220	\$ 228	\$ 626
Borrowings	719	823	1,433	1,820
Securities sold under agreements to repurchase and Securities loaned ³	116	209	230	718
Customer payables and Other ⁴	(596)	(494)	(1,135)	(259)
Total interest expense	\$ 347	\$ 758	\$ 756	\$ 2,905
Net interest	\$ 1,865	\$ 1,600	\$ 3,893	\$ 2,956

1. Includes fees paid on Securities borrowed.
2. Includes interest from Cash and cash equivalents.
3. Includes fees received on Securities loaned.
4. Includes fees received from Equity Financing customers for stock loan transactions entered into to cover customers' short positions.

Interest income and Interest expense are classified in the income statements based on the nature of the instrument and related market conventions. When included as a component of the instrument's fair value, interest is included within Trading revenues or Investments revenues. Otherwise, it is included within Interest income or Interest expense.

Accrued Interest

\$ in millions	At June 30, 2021	At December 31, 2020
Customer and other receivables	\$ 2,160	\$ 1,652
Customer and other payables	2,517	2,119

19. Income Taxes

The Firm is under continuous examination by the IRS and other tax authorities in certain countries, such as Japan and the U.K., and in states and localities in which it has significant business operations, such as New York.

The Firm believes that the resolution of these tax examinations will not have a material effect on the annual financial statements, although a resolution could have a material impact in the income statement and on the effective tax rate for any period in which such resolutions occur.

It is reasonably possible that significant changes in the balance of unrecognized tax benefits may occur within the next 12 months. At this time, however, it is not possible to reasonably estimate the expected change to the total amount of unrecognized tax benefits and the impact on the Firm's effective tax rate over the next 12 months.

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Morgan Stanley

20. Segment, Geographic and Revenue Information

Selected Financial Information by Business Segment

\$ in millions	Three Months Ended June 30, 2021				
	IS	WM	IM	I/E	Total
Investment banking	\$ 2,376	\$ 203	\$ —	\$ (19)	\$ 2,560
Trading	3,078	255	(22)	19	3,330
Investments	61	14	306	—	381
Commissions and fees ¹	682	714	1	(89)	1,308
Asset management ^{1,2}	148	3,447	1,418	(40)	4,973
Other	137	207	1	(3)	342
Total non-interest revenues	6,482	4,840	1,704	(132)	12,894
Interest income	873	1,366	10	(37)	2,212
Interest expense	263	111	12	(39)	347
Net interest	610	1,255	(2)	2	1,865
Net revenues	\$ 7,092	\$ 6,095	\$ 1,702	\$ (130)	\$ 14,759
Provision for credit losses	\$ 70	\$ 3	\$ —	\$ —	\$ 73
Compensation and benefits	2,433	3,275	715	—	6,423
Non-compensation expenses	2,091	1,181	557	(132)	3,697
Total non-interest expenses	\$ 4,524	\$ 4,456	\$ 1,272	\$ (132)	\$ 10,120
Income before provision for income taxes	\$ 2,498	\$ 1,636	\$ 430	\$ 2	\$ 4,566
Provision for income taxes	574	372	108	—	1,054
Net income	1,924	1,264	322	2	3,512
Net income applicable to noncontrolling interests	20	—	(19)	—	1
Net income applicable to Morgan Stanley	\$ 1,904	\$ 1,264	\$ 341	\$ 2	\$ 3,511

\$ in millions	Three Months Ended June 30, 2020				
	IS	WM	IM	I/E	Total
Investment banking	\$ 2,051	\$ 110	\$ —	\$ (19)	\$ 2,142
Trading ³	4,272	492	22	17	4,803
Investments	36	8	231	—	275
Commissions and fees ¹	717	473	—	(88)	1,102
Asset management ^{1,2}	115	2,507	684	(41)	3,265
Other ³	439	84	(47)	(3)	473
Total non-interest revenues	7,630	3,674	890	(134)	12,060
Interest income	1,300	1,210	7	(159)	2,358
Interest expense	731	180	11	(164)	758
Net interest	569	1,030	(4)	5	1,600
Net revenues³	\$ 8,199	\$ 4,704	\$ 886	\$ (129)	\$ 13,660
Provision for credit losses³	\$ 217	\$ 22	\$ —	\$ —	\$ 239
Compensation and benefits	2,952	2,729	354	—	6,035
Non-compensation expenses ³	2,037	811	316	(133)	3,031
Total non-interest expenses³	\$ 4,989	\$ 3,540	\$ 670	\$ (133)	\$ 9,066
Income before provision for income taxes	\$ 2,993	\$ 1,142	\$ 216	\$ 4	\$ 4,355
Provision for income taxes	790	289	39	1	1,119
Net income	2,203	853	177	3	3,236
Net income applicable to noncontrolling interests	17	—	23	—	40
Net income applicable to Morgan Stanley	\$ 2,186	\$ 853	\$ 154	\$ 3	\$ 3,196

\$ in millions	Six Months Ended June 30, 2021				
	IS	WM	IM	I/E	Total
Investment banking	\$ 4,989	\$ 454	\$ —	\$ (43)	\$ 5,400
Trading	7,151	381	(19)	42	7,555
Investments	147	16	536	—	699
Commissions and fees ¹	1,552	1,565	1	(184)	2,934
Asset management ^{1,2}	287	6,638	2,521	(75)	9,371
Other	295	360	(23)	(6)	626
Total non-interest revenues	14,421	9,414	3,016	(266)	26,585
Interest income	1,843	2,852	18	(64)	4,649
Interest expense	595	212	18	(69)	756
Net interest	1,248	2,640	—	5	3,893
Net revenues	\$ 15,669	\$ 12,054	\$ 3,016	\$ (261)	\$ 30,478
Provision for credit losses	\$ (23)	\$ (2)	\$ —	\$ —	\$ (25)
Compensation and benefits	5,547	6,445	1,229	—	13,221
Non-compensation expenses	4,276	2,375	987	(266)	7,372
Total non-interest expenses	\$ 9,823	\$ 8,820	\$ 2,216	\$ (266)	\$ 20,593
Income before provision for income taxes	\$ 5,869	\$ 3,236	\$ 800	\$ 5	\$ 9,910
Provision for income taxes	1,310	730	189	1	2,230
Net income	4,559	2,506	611	4	7,680
Net income applicable to noncontrolling interests	54	—	(5)	—	49
Net income applicable to Morgan Stanley	\$ 4,505	\$ 2,506	\$ 616	\$ 4	\$ 7,631

\$ in millions	Six Months Ended June 30, 2020				
	IS	WM	IM	I/E	Total
Investment banking	\$ 3,195	\$ 268	\$ —	\$ (50)	\$ 3,413
Trading ³	7,433	145	(15)	41	7,604
Investments	11	8	294	—	313
Commissions and fees ¹	1,591	1,061	—	(190)	2,462
Asset management ^{1,2}	228	5,187	1,349	(82)	6,682
Other ³	(112)	165	(40)	(4)	9
Total non-interest revenues	12,346	6,834	1,588	(285)	20,483
Interest income	3,723	2,403	15	(280)	5,861
Interest expense	2,692	477	25	(289)	2,905
Net interest	1,031	1,926	(10)	9	2,956
Net revenues³	\$ 13,377	\$ 8,760	\$ 1,578	\$ (276)	\$ 23,439
Provision for credit losses³	\$ 605	\$ 41	\$ —	\$ —	\$ 646
Compensation and benefits	4,766	4,941	611	—	10,318
Non-compensation expenses ³	4,063	1,581	608	(278)	5,974
Total non-interest expenses³	\$ 8,829	\$ 6,522	\$ 1,219	\$ (278)	\$ 16,292
Income before provision for income taxes	\$ 3,943	\$ 2,197	\$ 359	\$ 2	\$ 6,501
Provision for income taxes	941	480	64	—	1,485
Net income	3,002	1,717	295	2	5,016
Net income applicable to noncontrolling interests	59	—	63	—	122
Net income applicable to Morgan Stanley	\$ 2,943	\$ 1,717	\$ 232	\$ 2	\$ 4,894

I/E—Intersegment Eliminations

- Substantially all revenues are from contracts with customers.
- Includes certain fees which may relate to services performed in prior periods.
- Certain prior period amounts have been reclassified to conform to the current presentation. See Note 1 for additional information.

For a discussion about the Firm's business segments, see Note 23 to the financial statements in the 2020 Form 10-K.

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Morgan Stanley

Detail of Investment Banking Revenues

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Institutional Securities Advisory	\$ 664	\$ 462	\$ 1,144	\$ 824
Institutional Securities Underwriting	1,712	1,589	3,845	2,371
Firm investment banking revenues from contracts with customers	90 %	92 %	91 %	91 %

Trading Revenues by Product Type¹

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Interest rate	\$ 17	\$ 1,008	\$ 876	\$ 2,082
Foreign exchange	314	127	588	465
Equity security and index ²	2,033	1,943	3,728	3,016
Commodity and other	680	723	1,541	733
Credit	286	1,002	822	1,308
Total	\$ 3,330	\$ 4,803	\$ 7,555	\$ 7,604

1. Certain prior period amounts have been reclassified to conform to the current presentation. See Note 1 for additional information.
2. Dividend income is included within equity security and index contracts.

The previous table summarizes realized and unrealized gains and losses, from derivative and non-derivative financial instruments, included in Trading revenues in the income statements. The Firm generally utilizes financial instruments across a variety of product types in connection with its market-making and related risk management strategies. The trading revenues presented in the table are not representative of the manner in which the Firm manages its business activities and are prepared in a manner similar to the presentation of trading revenues for regulatory reporting purposes.

Investment Management Investments Revenues—Net Cumulative Unrealized Carried Interest

\$ in millions	At June 30, 2021		At December 31, 2020	
	Net cumulative unrealized performance-based income at risk of reversing	\$ 778	\$ 735	

The Firm's portion of net cumulative performance-based income in the form of unrealized carried interest, for which the Firm is not obligated to pay compensation, is at risk of reversing when the return in certain funds fall below specified performance targets. See Note 14 for information regarding general partner guarantees, which include potential obligations to return performance fee distributions previously received.

Investment Management Asset Management Revenues—Reduction of Fees Due to Fee Waivers

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Fee waivers	\$ 131	\$ 22	\$ 225	\$ 33

The Firm waives a portion of its fees in the Investment Management business segment from certain registered money market funds that comply with the requirements of Rule 2a-7 of the Investment Company Act of 1940.

Certain Other Fee Waivers

Separately, the Firm's employees, including its senior officers, may participate on the same terms and conditions as other investors in certain funds that the Firm sponsors primarily for client investment, and the Firm may waive or lower applicable fees and charges for its employees.

Other Expenses—Transaction Taxes

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Transaction taxes	\$ 217	\$ 146	\$ 455	\$ 330

Transaction taxes are composed of securities transaction taxes and stamp duties, which are levied on the sale or purchase of securities listed on recognized stock exchanges in certain markets. These taxes are imposed mainly on trades of equity securities in Asia and EMEA. Similar transaction taxes are levied on trades of listed derivative instruments in certain countries.

Net Revenues by Region¹

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Americas	\$ 10,885	\$ 9,950	\$ 22,076	\$ 16,838
EMEA	2,093	2,109	4,252	3,306
Asia	1,781	1,601	4,150	3,295
Total	\$ 14,759	\$ 13,660	\$ 30,478	\$ 23,439

1. Certain prior period amounts have been reclassified to conform to the current presentation. See Note 1 for additional information.

For a discussion about the Firm's geographic net revenues, see Note 23 to the financial statements in the 2020 Form 10-K.

Revenues Recognized from Prior Services

\$ in millions	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Non-interest revenues	\$ 677	\$ 680	\$ 1,066	\$ 1,242

The previous table includes revenues from contracts with customers recognized where some or all services were performed in prior periods. For the three and six months

**Notes to Consolidated Financial Statements
(Unaudited)**

ended June 30, 2021 these revenues primarily include investment banking advisory fees, and for the three and six months ended June 30, 2020, these revenues primarily include investment banking advisory fees and distribution fees.

Receivables from Contracts with Customers

<i>\$ in millions</i>	At June 30, 2021	At December 31, 2020
Customer and other receivables	\$ 3,425	\$ 3,200

Receivables from contracts with customers, which are included within Customer and other receivables in the balance sheets, arise when the Firm has both recorded revenues and the right per the contract to bill the customer.

Assets by Business Segment

<i>\$ in millions</i>	At June 30, 2021	At December 31, 2020
Institutional Securities	\$ 782,257	\$ 753,322
Wealth Management	361,136	355,595
Investment Management	18,412	6,945
Total¹	\$ 1,161,805	\$ 1,115,862

1. Parent assets have been fully allocated to the business segments.

Financial Data Supplement (Unaudited)

Morgan Stanley

Average Balances and Interest Rates and Net Interest Income

\$ in millions	Three Months Ended June 30,					
	2021			2020		
	Average Daily Balance	Interest	Annualized Average Rate	Average Daily Balance	Interest	Annualized Average Rate
Interest earning assets						
Investment securities ¹	\$181,482	\$ 608	1.3 %	\$123,713	\$ 629	2.0 %
Loans ¹	161,767	1,040	2.6 %	147,326	1,050	2.9 %
Securities purchased under agreements to resell and Securities borrowed ² :						
U.S.	152,770	(200)	(0.5)%	141,722	(85)	(0.2)%
Non-U.S.	73,218	(121)	(0.7)%	61,283	(56)	(0.4)%
Trading assets, net of Trading liabilities ³ :						
U.S.	77,814	409	2.1 %	70,641	489	2.8 %
Non-U.S.	17,897	77	1.7 %	24,757	127	2.1 %
Customer receivables and Other ⁴ :						
U.S.	130,618	340	1.0 %	87,620	166	0.8 %
Non-U.S.	76,329	59	0.3 %	62,126	38	0.2 %
Total	\$871,895	\$ 2,212	1.0 %	\$719,188	\$ 2,358	1.3 %
Interest bearing liabilities						
Deposits ¹	\$321,138	\$ 108	0.1 %	\$235,370	\$ 220	0.4 %
Borrowings ^{1,5}	221,911	719	1.3 %	202,280	823	1.6 %
Securities sold under agreements to repurchase and Securities loaned ⁶ :						
U.S.	37,849	33	0.3 %	28,840	92	1.3 %
Non-U.S.	29,719	83	1.1 %	30,446	117	1.5 %
Customer payables and Other ⁷ :						
U.S.	129,695	(481)	(1.5)%	121,977	(403)	(1.3)%
Non-U.S.	75,829	(115)	(0.6)%	63,778	(91)	(0.6)%
Total	\$816,141	\$ 347	0.2 %	\$682,691	\$ 758	0.4 %
Net interest income and net interest rate spread		\$ 1,865	0.8 %		\$ 1,600	0.9 %

\$ in millions	Six Months Ended June 30,					
	2021			2020		
	Average Daily Balance	Interest	Annualized Average Rate	Average Daily Balance	Interest	Annualized Average Rate
Interest earning assets						
Investment securities ¹	\$184,377	\$ 1,457	1.6 %	\$ 116,995	\$ 1,074	1.8 %
Loans ¹	156,729	2,028	2.6 %	140,884	2,204	3.1 %
Securities purchased under agreements to resell and Securities borrowed ² :						
U.S.	149,440	(369)	(0.5)%	131,357	293	0.4 %
Non-U.S.	70,897	(248)	(0.7)%	59,131	(36)	(0.1)%
Trading assets, net of Trading liabilities ³ :						
U.S.	75,563	819	2.2 %	74,663	1,115	3.0 %
Non-U.S.	17,518	177	2.0 %	23,905	250	2.1 %
Customer receivables and Other ⁴ :						
U.S.	134,298	677	1.0 %	77,694	721	1.9 %
Non-U.S.	75,249	108	0.3 %	61,078	240	0.8 %
Total	\$864,071	\$ 4,649	1.1 %	\$685,707	\$ 5,861	1.7 %
Interest bearing liabilities						
Deposits ¹	\$320,688	\$ 228	0.1 %	\$217,472	\$ 626	0.6 %
Borrowings ^{1,5}	218,816	1,433	1.3 %	197,171	1,820	1.9 %
Securities sold under agreements to repurchase and Securities loaned ⁶ :						
U.S.	35,891	77	0.4 %	29,954	420	2.8 %
Non-U.S.	28,486	153	1.1 %	30,261	298	2.0 %
Customer payables and Other ⁷ :						
U.S.	130,065	(918)	(1.4)%	125,797	(294)	(0.5)%
Non-U.S.	71,608	(217)	(0.6)%	63,375	35	0.1 %
Total	\$805,554	\$ 756	0.2 %	\$664,030	\$ 2,905	0.9 %
Net interest income and net interest rate spread		\$ 3,893	0.9 %		\$ 2,956	0.8 %

1. Amounts include primarily U.S. balances.
2. Includes fees paid on Securities borrowed.
3. Excludes non-interest earning assets and non-interest bearing liabilities, such as equity securities.
4. Includes Cash and cash equivalents.
5. Includes borrowings carried at fair value, whose interest expense is considered part of fair value and therefore is recorded within Trading revenues.
6. Includes fees received on Securities loaned. The annualized average rate was calculated using (a) interest expense incurred on all securities sold under agreements to repurchase and securities loaned transactions, whether or not such transactions were reported in the balance sheets and (b) net average on-balance sheet balances, which exclude certain securities-for-securities transactions.
7. Includes fees received from Equity Financing customers for securities lending transactions entered into to cover customers' short positions.

Glossary of Common Terms and Acronyms

2020 Form 10-K	Annual report on Form 10-K for year ended December 31, 2020 filed with the SEC	IRS	Internal Revenue Service
ABS	Asset-backed securities	IS	Institutional Securities
ACL	Allowance for credit losses	LCR	Liquidity coverage ratio, as adopted by the U.S. banking agencies
AFS	Available-for-sale	LIBOR	London Interbank Offered Rate
AML	Anti-money laundering	LTV	Loan-to-value
AOCI	Accumulated other comprehensive income (loss)	MSBNA	Morgan Stanley Bank, N.A.
AUM	Assets under management or supervision	MS&Co.	Morgan Stanley & Co. LLC
Balance sheets	Consolidated balance sheets	MSIP	Morgan Stanley & Co. International plc
BHC	Bank holding company	MSPBNA	Morgan Stanley Private Bank, National Association
bps	Basis points; one basis point equals 1/100th of 1%	MSSB	Morgan Stanley Smith Barney LLC
Cash flow statements	Consolidated cash flow statements	MUFJ	Mitsubishi UFJ Financial Group, Inc.
CCAR	Comprehensive Capital Analysis and Review	MUMSS	Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.
CCyB	Countercyclical capital buffer	MWh	Megawatt hour
CDO	Collateralized debt obligation(s), including Collateralized loan obligation(s)	N/A	Not Applicable
CDS	Credit default swaps	N/M	Not Meaningful
CECL	Current Expected Credit Losses, as calculated under the Financial Instruments—Credit Losses accounting update	NAV	Net asset value
CFTC	U.S. Commodity Futures Trading Commission	Non-GAAP	Non-generally accepted accounting principles
CLN	Credit-linked note(s)	NSFR	Net stable funding ratio, as adopted by the U.S. banking agencies
CLO	Collateralized loan obligation(s)	OCC	Office of the Comptroller of the Currency
CMBS	Commercial mortgage-backed securities	OCI	Other comprehensive income (loss)
CMO	Collateralized mortgage obligation(s)	OTC	Over-the-counter
CRM	Credit Risk Management Department	PRA	Prudential Regulation Authority
CVA	Credit valuation adjustment	PSU	Performance-based stock unit
DVA	Debt valuation adjustment	ROE	Return on average common equity
EBITDA	Earnings before interest, taxes, depreciation and amortization	ROTCE	Return on average tangible common equity
ELN	Equity-linked note(s)	ROU	Right-of-use
EMEA	Europe, Middle East and Africa	RSU	Restricted stock unit
EPS	Earnings per common share	RWA	Risk-weighted assets
FDIC	Federal Deposit Insurance Corporation	SCB	Stress capital buffer
FFELP	Federal Family Education Loan Program	SEC	U.S. Securities and Exchange Commission
FHC	Financial Holding Company	SLR	Supplementary leverage ratio
FICO	Fair Isaac Corporation	S&P	Standard & Poor's
Financial statements	Consolidated financial statements	SPE	Special purpose entity
G-SIB	Global systemically important banks	SPOE	Single point of entry
HQLA	High-quality liquid assets	TDR	Troubled debt restructuring
HTM	Held-to-maturity	TLAC	Total loss-absorbing capacity
I/E	Intersegment eliminations	U.K.	United Kingdom
IHC	Intermediate holding company	UPB	Unpaid principal balance
IM	Investment Management	U.S.	United States of America
Income statements	Consolidated income statements	U.S. GAAP	Accounting principles generally accepted in the United States of America
		VaR	Value-at-Risk
		VIE	Variable interest entity
		WACC	Implied weighted average cost of capital
		WM	Wealth Management

Other Information

On July 27, 2021, Elizabeth Corley notified Morgan Stanley of her intention to resign from the Board of Directors effective on or about April 27, 2022 when it is expected that she will become board chair of a U.K.-based firm.

Legal Proceedings

The following developments have occurred since previously reporting certain matters in the Firm’s 2020 Form 10-K and the Firm’s Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2021 (the “First Quarter Form 10-Q”). See also the disclosures set forth under “Legal Proceedings” in the 2020 Form 10-K.

European Matter

On June 22, 2021, Dutch criminal authorities sought various documents in connection with an investigation of the Firm related to the civil claims asserted by the Dutch Tax Authority in matters re-styled *Case number 18/00318* and *Case number 18/00319*, concerning the accuracy of the Dutch subsidiary’s tax returns and the maintenance of its books and records for 2007 to 2012.

Risk Factors

For a discussion of the risk factors affecting the Firm, see “Risk Factors” in Part I, Item 1A of the 2020 Form 10-K.

Unregistered Sales of Equity Securities and Use of Proceeds

Issuer Purchases of Equity Securities

Three Months Ended June 30, 2021

<i>\$ in millions, except per share data</i>	Total Number of Shares Purchased ¹	Average Price Paid per Share	Total Shares Purchased as Part of Share Repurchase Program ^{2,3}	Dollar Value of Remaining Authorized Repurchase
April	9,005,938	\$ 79.84	8,095,000	\$ 7,219
May	14,426,207	\$ 85.91	14,386,200	\$ 5,983
June	11,627,627	\$ 91.07	11,606,923	\$ 4,926
Total	35,059,772	\$ 86.06	34,088,123	

- Includes 971,649 shares acquired by the Firm in satisfaction of the tax withholding obligations on stock-based awards granted under the Firm’s stock-based compensation plans during the three months ended June 30, 2021.
- Share purchases under publicly announced programs are made pursuant to open-market purchases, Rule 10b5-1 plans or privately negotiated transactions (including with employee benefit plans) as market conditions warrant and at prices the Firm deems appropriate and may be suspended at any time.
- The Firm’s Board of Directors has authorized the repurchase of the Firm’s outstanding common stock under a share repurchase program (the “Share Repurchase Program”) from time to time as conditions warrant and subject to limitations on distributions from the Federal Reserve. The Share Repurchase Program is a program for capital management purposes that considers, among other things, business segment capital needs, as well as equity-based compensation and benefit plan requirements. The Share Repurchase Program has no set expiration or termination date.

On June 28, 2021, the Firm announced its Board of Directors authorized the repurchase of up to \$12 billion of outstanding common stock from July 1, 2021 through June 30, 2022, from

time to time as conditions warrant, which supersedes the previous common stock repurchase authorization. For further information, see “Liquidity and Capital Resources—Regulatory Requirements—Capital Plans, Stress Tests and the Stress Capital Buffer.”

Controls and Procedures

Under the supervision and with the participation of the Firm’s management, including the Chief Executive Officer and Chief Financial Officer, the Firm conducted an evaluation of the effectiveness of the Firm’s disclosure controls and procedures (as defined in Rule 13a-15(e) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”). Based on this evaluation, the Chief Executive Officer and Chief Financial Officer concluded that the Firm’s disclosure controls and procedures were effective as of the end of the period covered by this report.

No change in the Firm’s internal control over financial reporting (as defined in Rule 13a-15(f) of the Exchange Act) occurred during the period covered by this report that materially affected, or is reasonably likely to materially affect, the Firm’s internal control over financial reporting.

Exhibits

Exhibit No.	Description
10.1	Sixth Amendment to Investor Agreement, dated April 13, 2021, between Morgan Stanley and Mitsubishi UFJ Financial Group, Inc.
15	Letter of awareness from Deloitte & Touche LLP, dated August 2, 2021, concerning unaudited interim financial information.
31.1	Rule 13a-14(a) Certification of Chief Executive Officer.
31.2	Rule 13a-14(a) Certification of Chief Financial Officer.
32.1	Section 1350 Certification of Chief Executive Officer.
32.2	Section 1350 Certification of Chief Financial Officer.
101	Interactive Data Files pursuant to Rule 405 of Regulation S-T formatted in Inline eXtensible Business Reporting Language (“Inline XBRL”).
104	Cover Page Interactive Data File (formatted in Inline XBRL and contained in Exhibit 101).

