

**This document is important. If you are in any doubt as to the action you should take, you should consult your legal, financial, tax, or other professional adviser.**

# *Pinnacle Performance Limited*

*(Incorporated with limited liability in the Cayman Islands)*

*U.S.\$5,000,000,000 Structured Note Programme*

*Arranger*

## ***MORGAN STANLEY DEAN WITTER ASIA (SINGAPORE) PTE.***

A copy of this Supplementary Base Prospectus has been lodged with the Monetary Authority of Singapore (the “**Authority**”) on 10 August 2007 under section 241(1A) of the Securities and Futures Act, Chapter 289 of Singapore (“**SFA**”). The Authority assumes no responsibility for the contents of this Supplementary Base Prospectus. Registration of this Supplementary Base Prospectus by the Authority does not imply that the SFA, or any other legal or regulatory requirements, have been complied with. The Authority has not, in any way, considered the merits of the structured notes being offered for investment.

This Supplementary Base Prospectus is supplemental to the base prospectus (the “**Original Base Prospectus**”) dated 7 August 2006 in relation to the U.S.\$5,000,000,000 Structured Note Programme of Pinnacle Performance Limited, which was registered by the Authority on 7 August 2006, as supplemented by the Supplementary Base Prospectus which was lodged with the Authority on 24 April 2007 (the “**Initial Supplementary Base Prospectus**”, and the Original Base Prospectus as supplemented by the Initial Supplementary Base Prospectus, the “**Base Prospectus**”).

Terms defined and references construed in the Base Prospectus shall have the same meaning and construction in this Supplementary Base Prospectus. This Supplementary Base Prospectus should be read and construed in conjunction, and as one document, with the Base Prospectus.

The Base Prospectus is hereby amended on and with effect from the date of this Supplementary Base Prospectus, as follows:

### **1. CHANGE OF NAME**

All references to “Morgan Stanley Dean Witter Asia (Singapore) Pte.” in the Base Prospectus shall be deleted and replaced with “Morgan Stanley Asia (Singapore) Pte.”. For the avoidance of doubt, the Arranger shall be Morgan Stanley Asia (Singapore) Pte., unless otherwise stated in the Applicable Pricing Statement.

### **2. DESCRIPTION OF THE ISSUER IN THE BASE PROSPECTUS**

The paragraph headed “Management” in the section headed “Description of the Issuer” in Part 1 of the Base Prospectus shall be deleted in its entirety and replaced with the following:

#### **“Management**

The directors of the Issuer, their respective business addresses and other principal activities with effect from the respective date below are:

<u>Name</u>	<u>Address</u>	<u>Occupation</u>	<u>Date of appointment</u>
Christopher Ruark .....	Le Masurier House, La Rue Le Masurier, St Helier, Jersey, Channel Islands	Administrator	6 June 2007
Daniel Rewalt .....	Le Masurier House, La Rue Le Masurier, St Helier, Jersey, Channel Islands	Administrator	7 June 2007

Each of the directors of the Issuer is entitled to be reimbursed for costs and expenses properly and reasonably incurred in connection with his duties.”