

**MORGAN STANLEY DEAN WITTER ANNOUNCES
FIRST QUARTER NET INCOME OF \$1.5 BILLION;
RECORD NET REVENUES OF \$7.4 BILLION;
EARNINGS PER SHARE UP 52%**

NEW YORK, March 23, 2000 -- Morgan Stanley Dean Witter & Co. (NYSE: MWD) today reported net income of \$1,544 million for the quarter ended February 29, 2000 -- a 49 percent increase from \$1,037 million in last year's first quarter. Diluted earnings per share were \$1.34 -- up 52 percent from \$0.88 a year ago.

First quarter net revenues (total revenues less interest expense and the provision for loan losses) increased to a record \$7.4 billion -- 39 percent higher than last year. The annualized return on average common equity for the quarter was 36.3 percent.

Philip J. Purcell, Chairman, and John J. Mack, President, said in a joint statement, "Our growth continues. We had a record quarter in net revenues and our earnings have more than doubled in the last two years. We continue to benefit from the strength and diversity of our revenue streams, with record results in equity sales and trading, individual securities and asset management. We also had another outstanding quarter in investment banking, and we achieved a record level of Discover Card receivables."

SECURITIES

The Company's Securities business posted net income of \$1,244 million, a 54 percent increase from the first quarter of 1999. The increase reflects outstanding results in all of the Company's securities businesses.

- The quarter marked a new high for institutional securities, with record revenues in equities and commodities and outstanding quarters in both investment banking and fixed income. Institutional securities continued to benefit from its strong global presence.

- Equities' results were driven by record trading volumes and increased market volatility, with an unprecedented level of investor interest in the technology and telecommunications sectors. Fixed income achieved strong results, despite Y2K-related volume decreases early in the quarter, as it capitalized on end of quarter volatility in U.S. treasury markets and increased customer activity. Commodities benefited from the continuing rise in energy prices, as both crude oil and heating oil reached nine-year highs.
- Investment banking had another outstanding quarter. Record revenues in equity underwriting reflected the robust markets in technology and telecommunications. Strong results in mergers and acquisitions were buoyed by the recent trends of convergence in the media and technology/internet sectors, and consolidation in telecommunications. For the first two months of calendar 2000, the Company ranked first in global M&A; first in North America and second worldwide in equity and equity-related underwritings; and maintained a leadership position in U.S. investment grade debt underwriting.¹
- The private client group also reported record first quarter results, driven by record volumes in listed and over-the-counter equity markets, strong sales of new issues, and higher revenues from the distribution of asset management products. The private client group's sales of asset management products rose to a new high during the quarter.
- The number of global financial advisors in the Company's private client group rose to 13,072 -- an increase of 398 for the quarter and 1,619 over the last twelve months. Total client assets of \$682 billion were more than \$200 billion higher than a year ago.
- The private equity group recognized record quarterly investment gains of \$271 million compared with \$191 million a year ago. These results included gains on private equity's holdings in Commerce One and Allegiance Telecom.

¹ Source: Securities Data Corp. – Jan 1 to February 29, 2000.

ASSET MANAGEMENT

Asset Management's first quarter net income increased 48 percent over a year ago to a record \$158 million. The increase reflects substantial growth in the Company's assets under management -- driven by strong performance especially in its technology-related and equity growth products.

- The Company's assets under management increased \$70 billion, or 18 percent, over last year to a record \$455 billion.
- Retail assets increased \$34 billion during the quarter and \$65 billion from a year ago -- to stand at \$292 billion. Institutional assets decreased \$4 billion during the quarter but were up \$5 billion compared to last year -- to stand at \$163 billion.
- The asset management business benefited from strong investment performance. *Mutual Funds Magazine* named the Company's Miller Anderson & Sherrerd Small Cap Growth fund 1999's "Fund of the Year". It also recognized the MSDW American Opportunities fund and the Van Kampen Emerging Growth fund as two of its "Funds of the Decade".
- The Company's new MSDW 21st Century Trend fund raised more than \$570 million during the first quarter.
- Unit Investment Trust sales rose to a record \$6.1 billion, approximately double the sales in the first quarter of last year.

CREDIT SERVICES

Credit Services net income increased by 15 percent to \$142 million compared to \$124 million in the first quarter of 1999 -- reflecting record transaction volume and consumer loan balances, and continued improvement in credit quality.

- Merchant and Cardmember fees increased 24 percent from a year ago to \$585 million. Transaction volume increased 52 percent to a record \$23.5 billion, driven by higher sales volume and balance transfers.
- Managed consumer loans rose to a record \$42.0 billion, an increase of \$10 billion, or 31 percent, from a year ago.
- The consumer loan net charge-off rate declined to 4.66 percent this quarter from 6.28 percent last year. The over-30-day delinquency rate was 5.57 percent, compared to 7.08 percent a year ago.
- New cardmember accounts of 1.7 million were more than 150 percent higher than last year's first quarter total.
- Discover Card's registered Internet accounts increased by 900,000 from the first quarter of last year to reach a total of 1.4 million.
- Transaction volume and consumer loan growth for the Morgan Stanley Dean Witter international credit card, launched last year in the U.K., continued to exceed the Company's expectations.

The Company has repurchased approximately 14 million shares of its common stock since the end of fiscal 1999. The Company also announced that its Board of Directors declared a \$.20 quarterly dividend per common share. The dividend is payable on April 28, 2000 to common shareholders of record on April 14, 2000. Total capital at February 29, 2000 was \$43.5 billion, including \$18.3 billion of common and preferred stockholders' equity and preferred securities issued by subsidiaries. Book value per common share was \$15.31, based on quarter-end shares outstanding of 1.1 billion.

Morgan Stanley Dean Witter & Co. is a global financial services firm and a market leader in securities, asset management, and credit services. The Company has

offices in New York, London, Tokyo, Hong Kong, and other principal financial centers around the world and has 488 securities branch offices throughout the United States.

This release 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 the Company's future results, please see "Management's Discussion and Analysis of Financial Condition and Results of Operations" in the Company's 1999 Annual Report to Shareholders.

MORGAN STANLEY DEAN WITTER & CO.
Financial Summary
(unaudited, dollars in millions)

	Quarter Ended			Percentage Change From:	
	Feb 29, 2000	Feb 28, 1999	Nov 30, 1999	Feb 28, 1999	Nov 30, 1999
Net revenues					
Securities	\$ 5,922	\$ 4,078	\$ 4,125	45%	44%
Asset Management	600	509	545	18%	10%
Credit Services	889	752	963	18%	(8%)
Consolidated net revenues	<u>\$ 7,411</u>	<u>\$ 5,339</u>	<u>\$ 5,633</u>	39%	32%
Net income					
Securities	\$ 1,244	\$ 806	\$ 1,395	54%	(11%)
Asset Management	158	107	113	48%	40%
Credit Services	142	124	125	15%	14%
Consolidated net income	<u>\$ 1,544</u>	<u>\$ 1,037</u>	<u>\$ 1,633</u>	49%	(5%)
Preferred stock dividend requirements	<u>\$ 9</u>	<u>\$ 11</u>	<u>\$ 11</u>	(18%)	(18%)
Earnings applicable to common shares	<u>\$ 1,535</u>	<u>\$ 1,026</u>	<u>\$ 1,622</u>	50%	(5%)
Earnings per common share					
Basic	\$ 1.40	\$ 0.93	\$ 1.50	51%	(7%)
Diluted	\$ 1.34	\$ 0.88	\$ 1.42	52%	(6%)
Average common shares outstanding					
Basic	1,093,904,751	1,107,871,156	1,079,522,844		
Diluted	1,146,854,036	1,169,186,312	1,142,086,246		
Period end common shares outstanding					
	1,134,181,285	1,141,179,340	1,104,630,098		
Return on common equity	36.3%	29.5%	43.1%		

Note: Certain reclassifications have been made to prior period amounts to conform to the current presentation.

MORGAN STANLEY DEAN WITTER & CO.
Consolidated Income Statement Information
(unaudited, dollars in millions)

	Quarter Ended			Percentage Change From:	
	Feb 29, 2000	Feb 28, 1999	Nov 30, 1999	Feb 28, 1999	Nov 30, 1999
Investment banking	\$ 1,335	\$ 957	\$ 1,338	39%	--
Principal transactions:					
Trading	2,277	1,659	1,138	37%	100%
Investments	431	265	232	63%	86%
Commissions	1,037	653	785	59%	32%
Fees:					
Asset management, distribution and administration	910	729	830	25%	10%
Merchant and cardmember	443	341	402	30%	10%
Servicing	287	253	318	13%	(10%)
Interest and dividends	4,797	3,763	3,848	27%	25%
Other	97	56	74	73%	31%
Total revenues	<u>11,614</u>	<u>8,676</u>	<u>8,965</u>	34%	30%
Interest expense	3,980	3,160	3,212	26%	24%
Provision for consumer loan losses	223	177	120	26%	86%
Net revenues	<u>7,411</u>	<u>5,339</u>	<u>5,633</u>	39%	32%
Compensation and benefits	3,408	2,363	1,320	44%	158%
Occupancy and equipment	175	146	178	20%	(2%)
Brokerage, clearing and exchange fees	121	114	116	6%	4%
Information processing and communications	346	309	376	12%	(8%)
Marketing and business development	471	395	495	19%	(5%)
Professional services	183	162	269	13%	(32%)
Other	275	178	244	54%	13%
Total non-interest expenses	<u>4,979</u>	<u>3,667</u>	<u>2,998</u>	36%	66%
Income before income taxes	2,432	1,672	2,635	45%	(8%)
Income tax expense	888	635	1,002	40%	(11%)
Net income	<u>\$ 1,544</u>	<u>\$ 1,037</u>	<u>\$ 1,633</u>	49%	(5%)
Preferred stock dividend requirements	<u>\$ 9</u>	<u>\$ 11</u>	<u>\$ 11</u>	(18%)	(18%)
Earnings applicable to common shares	<u>\$ 1,535</u>	<u>\$ 1,026</u>	<u>\$ 1,622</u>	50%	(5%)
Compensation and benefits as a % of net revenues	46%	44%	23%		

Note: Certain reclassifications have been made to prior period amounts to conform to the current presentation.

MORGAN STANLEY DEAN WITTER & CO.
Securities Income Statement Information
(unaudited, dollars in millions)

	Quarter Ended			Percentage Change From:	
	Feb 29, 2000	Feb 28, 1999	Nov 30, 1999	Feb 28, 1999	Nov 30, 1999
Investment banking	\$ 1,291	\$ 934	\$ 1,315	38%	(2%)
Principal transactions:					
Trading	2,277	1,659	1,138	37%	100%
Investments	423	261	227	62%	86%
Commissions	1,028	653	777	57%	32%
Asset management, distribution and administration fees	387	277	336	40%	15%
Interest and dividends	4,051	3,180	3,211	27%	26%
Other	94	51	74	84%	27%
Total revenues	<u>9,551</u>	<u>7,015</u>	<u>7,078</u>	36%	35%
Interest expense	<u>3,629</u>	<u>2,937</u>	<u>2,953</u>	24%	23%
Net revenues	<u>5,922</u>	<u>4,078</u>	<u>4,125</u>	45%	44%
Compensation and benefits	3,067	2,088	1,000	47%	207%
Occupancy and equipment	140	110	139	27%	1%
Brokerage, clearing and exchange fees	102	84	99	21%	3%
Information processing and communications	214	171	220	25%	(3%)
Marketing and business development	157	116	137	35%	15%
Professional services	136	111	182	23%	(25%)
Other	174	105	144	66%	21%
Total non-interest expenses	<u>3,990</u>	<u>2,785</u>	<u>1,921</u>	43%	108%
Income before income taxes	1,932	1,293	2,204	49%	(12%)
Income tax expense	688	487	809	41%	(15%)
Net income	<u>\$ 1,244</u>	<u>\$ 806</u>	<u>\$ 1,395</u>	54%	(11%)
Compensation and benefits as a % of net revenues	52%	51%	24%		
Non-compensation expenses as a % of net revenues	16%	17%	22%		
Profit margin (1)	21%	20%	34%		

(1) Net income as a % of net revenues.

MORGAN STANLEY DEAN WITTER & CO.
Asset Management Income Statement Information
(unaudited, dollars in millions)

	Quarter Ended			Percentage Change From:	
	Feb 29, 2000	Feb 28, 1999	Nov 30, 1999	Feb 28, 1999	Nov 30, 1999
Investment banking	\$ 44	\$ 23	\$ 23	91%	91%
Principal transactions:					
Investments	8	4	5	100%	60%
Commissions	9	0	8	*	13%
Asset management, distribution and administration fees	523	452	494	16%	6%
Interest and dividends	13	27	15	(52%)	(13%)
Other	3	5	0	(40%)	*
Total revenues	<u>600</u>	<u>511</u>	<u>545</u>	17%	10%
Interest expense	0	2	0	*	--
Net revenues	<u>600</u>	<u>509</u>	<u>545</u>	18%	10%
Compensation and benefits	186	156	169	19%	10%
Occupancy and equipment	21	24	25	(13%)	(16%)
Brokerage, clearing and exchange fees	19	30	17	(37%)	12%
Information processing and communications	18	21	28	(14%)	(36%)
Marketing and business development	36	33	30	9%	20%
Professional services	21	30	48	(30%)	(56%)
Other	31	31	35	--	(11%)
Total non-interest expenses	<u>332</u>	<u>325</u>	<u>352</u>	2%	(6%)
Income before income taxes	268	184	193	46%	39%
Income tax expense	110	77	80	43%	38%
Net income	<u>\$ 158</u>	<u>\$ 107</u>	<u>\$ 113</u>	48%	40%
Compensation and benefits as a % of net revenues	31%	31%	31%		
Non-compensation expenses as a % of net revenues	24%	33%	34%		
Profit margin (1)	26%	21%	21%		

(1) Net income as a % of net revenues.

MORGAN STANLEY DEAN WITTER & CO.
Credit Services Income Statement Information
(unaudited, dollars in millions)

	Quarter Ended			Percentage Change From:	
	Feb 29, 2000	Feb 28, 1999	Nov 30, 1999	Feb 28, 1999	Nov 30, 1999
Fees:					
Merchant and cardmember	\$ 443	\$ 341	\$ 402	30%	10%
Servicing	287	253	318	13%	(10%)
Total non-interest revenues	<u>730</u>	<u>594</u>	<u>720</u>	23%	1%
Interest revenue	733	556	622	32%	18%
Interest expense	351	221	259	59%	36%
Net interest income	<u>382</u>	<u>335</u>	<u>363</u>	14%	5%
Provision for consumer loan losses	223	177	120	26%	86%
Net credit income	<u>159</u>	<u>158</u>	<u>243</u>	1%	(35%)
Net revenues	<u>889</u>	<u>752</u>	<u>963</u>	18%	(8%)
Compensation and benefits	155	119	151	30%	3%
Occupancy and equipment	14	12	14	17%	--
Information processing and communications	114	117	128	(3%)	(11%)
Marketing and business development	278	246	328	13%	(15%)
Professional services	26	21	39	24%	(33%)
Other	70	42	65	67%	8%
Total non-interest expenses	<u>657</u>	<u>557</u>	<u>725</u>	18%	(9%)
Income before income taxes	232	195	238	19%	(3%)
Income tax expense	90	71	113	27%	(20%)
Net income	<u>\$ 142</u>	<u>\$ 124</u>	<u>\$ 125</u>	15%	14%
Compensation and benefits as a % of net revenues	17%	16%	16%		
Non-compensation expenses as a % of net revenues	56%	58%	60%		
Profit margin (1)	16%	16%	13%		

(1) Net income as a % of net revenues.

MORGAN STANLEY DEAN WITTER & CO.
Credit Services Income Statement Information
(unaudited, dollars in millions)
(Managed loan basis)

	Quarter Ended			Percentage Change From:	
	Feb 29, 2000	Feb 28, 1999	Nov 30, 1999	Feb 28, 1999	Nov 30, 1999
Fees:					
Merchant and cardmember Servicing	\$ 585	\$ 473	\$ 536	24%	9%
Total non-interest revenues	0	0	0	--	--
Interest revenue	585	473	536	24%	9%
Interest expense	1,440	1,181	1,288	22%	12%
Net interest income	646	451	511	43%	26%
Provision for consumer loan losses	794	730	777	9%	2%
Net credit income	490	451	350	9%	40%
Net revenues	304	279	427	9%	(29%)
Compensation and benefits	889	752	963	18%	(8%)
Occupancy and equipment	155	119	151	30%	3%
Information processing and communications	14	12	14	17%	--
Marketing and business development	114	117	128	(3%)	(11%)
Professional services	278	246	328	13%	(15%)
Other	26	21	39	24%	(33%)
Total non-interest expenses	70	42	65	67%	8%
Income before income taxes	657	557	725	18%	(9%)
Income tax expense	232	195	238	19%	(3%)
Net income	90	71	113	27%	(20%)
	<u>\$ 142</u>	<u>\$ 124</u>	<u>\$ 125</u>	15%	14%
Compensation and benefits as a % of net revenues	17%	16%	16%		
Non-compensation expenses as a % of net revenues	56%	58%	60%		
Profit margin (1)	16%	16%	13%		

(1) Net income as a % of net revenues.

MORGAN STANLEY DEAN WITTER & CO.
Financial Information and Statistical Data
(unaudited)

	Quarter Ended			Percentage Change From:	
	Feb 29, 2000	Feb 28, 1999	Nov 30, 1999	Feb 28, 1999	Nov 30, 1999
MSDW					
Period end common shares outstanding	1,134,181,285	1,141,179,340	1,104,630,098	(1%)	3%
Book value per common share	\$ 15.31	\$ 12.46	\$ 14.85	23%	3%
Shareholders' equity (millions) (1)	\$ 18,252	\$ 15,237	\$ 17,414	20%	5%
Total capital (millions) (2)	\$ 43,540	\$ 39,388	\$ 39,699	11%	10%
SECURITIES (\$ billions)					
Private Client Group					
Global financial advisors	13,072	11,453	12,674	14%	3%
Client assets	\$ 682	\$ 475	\$ 583	44%	17%
Institutional Securities (3)					
Mergers and acquisitions announced transactions (4)					
MSDW global market volume	\$ 423.6	\$ 109.7	\$ 1,073.4		
Rank	1	2	2		
Worldwide equity and related issues (4)					
MSDW global market volume	\$ 13.1	\$ 10.5	\$ 53.4		
Rank	2	1	2		
ASSET MANAGEMENT (\$ billions)					
Assets under management or supervision					
Products offered primarily to individuals					
Mutual funds					
Equity	\$ 115	\$ 77	\$ 94	49%	22%
Fixed income	51	56	53	(9%)	(4%)
Money markets	51	41	47	24%	9%
Total mutual funds	217	174	194	25%	12%
ICS Assets	27	20	23	35%	17%
Other	48	33	41	45%	17%
Sub-total Individual	292	227	258	29%	13%
Products offered primarily to institutional clients					
Mutual funds	41	34	39	21%	5%
Separate accounts, pooled vehicle and other arrangements	122	124	128	(2%)	(5%)
Sub-total Institutional	163	158	167	3%	(2%)
Total assets under management or supervision	<u>\$ 455</u>	<u>\$ 385</u>	<u>\$ 425</u>	18%	7%

(1) Includes preferred and common equity and preferred securities issued by subsidiaries.

(2) Includes preferred and common equity, preferred securities issued by subsidiaries, capital units and non-current portion of long-term debt.

(3) Source: Securities Data Corp.

(4) Information is year to date and stated on a calendar year basis.

MORGAN STANLEY DEAN WITTER & CO.
Financial Information and Statistical Data
(unaudited, dollars in millions)

	Quarter Ended			Percentage Change From:	
	Feb 29, 2000	Feb 28, 1999	Nov 30, 1999	Feb 28, 1999	Nov 30, 1999
CREDIT SERVICES					
Owned consumer loans					
Period end	\$ 23,757	\$ 15,529	\$ 20,998	53%	13%
Average	\$ 23,191	\$ 16,420	\$ 18,341	41%	26%
Managed consumer loans (1)					
Period end	\$ 41,988	\$ 32,134	\$ 37,975	31%	11%
Average	\$ 41,023	\$ 32,900	\$ 35,608	25%	15%
Interest yield	13.35%	14.06%	14.15%	(0.71 pp)	(0.80 pp)
Interest spread	7.03%	8.41%	8.22%	(1.38 pp)	(1.19 pp)
Net charge-off rate	4.66%	6.28%	4.63%	(1.62 pp)	0.03 pp
Delinquency rate (over 30 days)	5.57%	7.08%	6.32%	(1.51 pp)	(0.75 pp)
Credit Card					
Transaction volume (in billions)	\$ 23.5	\$ 15.5	\$ 20.5	52%	15%
Accounts (in millions)	39.2	36.9	38.5	6%	2%
Active accounts (in millions)	22.8	20.8	22.1	10%	3%
Average receivables per average active account (actual \$)	\$ 1,816	\$ 1,553	\$ 1,654	17%	10%
Discover/NOVUS Network increase in merchant locations (in thousands)	99	97	233	2%	(58%)

(1) Includes owned and securitized consumer loans.