

1ST CHOICE → ACHIEVING CLIENT ASPIRATIONS

LETTER TO SHAREHOLDERS

MSDW → 1ST CHOICE

INTELLECTUAL CAPITAL

INNOVATIVE IDEAS

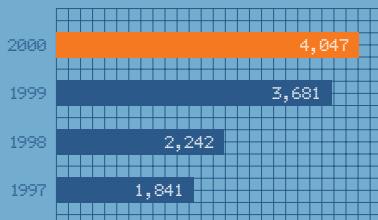
CLIENT FOCUS

COMMUNITY ENRICHMENT



## SECURITIES

MSDW serves institutional and individual investors and investment banking clients, including corporations, governments and other entities around the globe. The firm provides clients with investment banking advice on mergers and acquisitions, financial restructuring and privatizations. MSDW manages private partnerships that invest in venture capital, real estate and other private equity opportunities. The firm also is a major underwriter of stocks and bonds and provides research and sales and trading services in virtually every type of financial instrument, including stocks, bonds, derivatives, foreign exchange and commodities. The firm also provides clearance and custody, financing, client technology and securities lending to hedge funds. The Individual Investor Group has nearly 14,000 financial advisors and 5.4 million client accounts, with assets of more than \$600 billion.

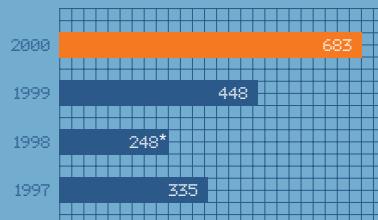


SECURITIES INCOME AFTER TAXES  
(dollars in millions)

## ASSET MANAGEMENT

MSDW is one of the largest asset managers in the world, with globally recognized brand names:

- MSDW Advisors, the exclusive sponsor of the Morgan Stanley Dean Witter Family of Funds, offers a diverse range of funds managed by top investment professionals from our various money management units, including many highly rated U.S. and international bond, equity and multi-asset class funds.
- Van Kampen offers a broad array of equity and fixed income mutual fund products that primarily are distributed via third parties.
- MSDW Investment Management and Miller Anderson & Sherrerd offer a complete selection of investment products to institutional investors, including pension funds, corporations, non-profit organizations and governmental agencies around the world.

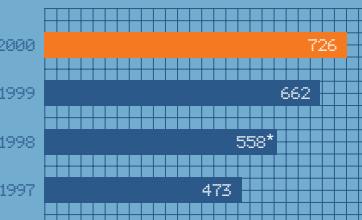


ASSET MANAGEMENT  
INCOME AFTER TAXES  
(dollars in millions)

## CREDIT SERVICES

MSDW's flagship Discover® Card was launched in 1985 and is marketed in the United States with no annual fee and a Cashback Bonus® award. The Discover Card is accepted exclusively on the Discover Business Services Network, the largest independent credit card network in the United States, with approximately 4 million merchant and cash access locations.

Today, Discover Card offers various products and financial services, including dozens of affinity card programs, CD and Savers' Accounts, home loans, credit insurance coverage and auto insurance products. Discover Card also has become a leading card company on the Internet, with more than 4.5 million Cardmembers at the Discover Card Account Center, accessible via [www.discovercard.com](http://www.discovercard.com).



CREDIT SERVICES INCOME  
AFTER TAXES  
(dollars in millions)

\*excluding gain on sale of business

## 1ST CHOICE → ACHIEVING CLIENT ASPIRATIONS

Our goal is to be the first choice of clients, shareholders and people choosing careers in financial services.

To be first choice, we work every day around the world to forge closer relationships with our clients ... to develop innovative products, services and platforms ... to shape new markets ... to foster teamwork ... to reward initiative and ideas ... and to build new business models in a rapidly changing global economy.

It is no exaggeration to say we are creating a new company — unlike any other — built for the new millennium.

For a more complete discussion of our 2000 results, please refer to our Annual Report on Form 10-K and visit us online at [www.msdw.com/ar2000](http://www.msdw.com/ar2000).

## SELECTED FINANCIAL DATA<sup>(1)</sup>

FISCAL YEAR <sup>(2)</sup> (DOLLARS IN MILLIONS, EXCEPT SHARE AND PER SHARE DATA)	2000	1999	1998	1997	1996
<b>INCOME STATEMENT DATA:</b>					
Revenues:					
Investment banking	\$ 5,008	\$ 4,523	\$ 3,340	\$ 2,694	\$ 2,190
Principal transactions:					
Trading	7,393	5,830	3,159	3,191	2,659
Investments	193	725	89	463	86
Commissions	3,645	2,774	2,208	2,066	1,776
Fees:					
Asset management, distribution and administration	4,219	3,324	3,003	2,525	1,732
Merchant and cardmember	1,780	1,492	1,647	1,704	1,505
Servicing	1,450	1,194	928	762	809
Interest and dividends	21,234	14,880	16,386	13,583	11,288
Other	491	248	282	144	126
Total revenues	45,413	34,990	31,042	27,132	22,171
Interest expense	18,176	12,515	13,464	10,806	8,934
Provision for consumer loan losses	810	529	1,173	1,493	1,214
Net revenues	26,427	21,946	16,405	14,833	12,023
Non-interest expenses:					
Compensation and benefits	10,936	8,398	6,636	6,019	5,071
Other	7,000	5,820	5,069	4,466	3,835
Merger-related expenses	—	—	—	74	—
Total non-interest expenses	17,936	14,218	11,705	10,559	8,906
Gain on sale of businesses	35	—	685	—	—
Income before income taxes and cumulative effect of accounting change	8,526	7,728	5,385	4,274	3,117
Provision for income taxes	3,070	2,937	1,992	1,688	1,137
Income before cumulative effect of accounting change	5,456	4,791	3,393	2,586	1,980
Cumulative effect of accounting change	—	—	(117)	—	—
Net income	\$ 5,456	\$ 4,791	\$ 3,276	\$ 2,586	\$ 1,980
Earnings applicable to common shares <sup>(3)</sup>	\$ 5,420	\$ 4,747	\$ 3,221	\$ 2,520	\$ 1,914
<b>PER SHARE DATA<sup>(4)</sup>:</b>					
Earnings per common share:					
Basic before cumulative effect of accounting change	\$ 4.95	\$ 4.33	\$ 2.90	\$ 2.19	\$ 1.67
Cumulative effect of accounting change	—	—	(0.10)	—	—
Basic	\$ 4.95	\$ 4.33	\$ 2.80	\$ 2.19	\$ 1.67
Diluted before cumulative effect of accounting change	\$ 4.73	\$ 4.10	\$ 2.76	\$ 2.08	\$ 1.58
Cumulative effect of accounting change	—	—	(0.09)	—	—
Diluted	\$ 4.73	\$ 4.10	\$ 2.67	\$ 2.08	\$ 1.58
Book value per common share	\$ 16.91	\$ 14.85	\$ 11.94	\$ 11.06	\$ 9.22
Dividends per common share	\$ 0.80	\$ 0.48	\$ 0.40	\$ 0.28	\$ 0.22
<b>BALANCE SHEET AND OTHER OPERATING DATA:</b>					
Total assets	\$ 426,794	\$ 366,967	\$ 317,590	\$ 302,287	\$ 238,860
Consumer loans, net	21,090	20,229	15,209	20,033	21,262
Total capital <sup>(5)</sup>	49,637	39,699	37,922	33,577	31,152
Long-term borrowings <sup>(5)</sup>	30,366	22,685	23,803	19,621	19,450
Shareholders' equity	19,271	17,014	14,119	13,956	11,702
Return on average common shareholders' equity	30.9%	32.6%	24.5%	22.0%	20.0%
Average common and equivalent shares <sup>(3)(4)</sup>	1,095,858,438	1,096,789,720	1,151,645,450	1,149,636,466	1,146,713,860

(1) This information should be read in conjunction with the Company's Consolidated Financial Statements and the Notes thereto contained in the Company's Annual Report on Form 10-K for the year ended November 30, 2000, copies of which are available at [www.msdw.com/ar2000](http://www.msdw.com/ar2000) or upon request.

(2) Fiscal 1996 represents the combination of Morgan Stanley Group Inc.'s financial statements for the fiscal year ended November 30 with Dean Witter, Discover & Co.'s financial statements for the year ended December 31.

(3) Amounts shown are used to calculate basic earnings per common share.

(4) Amounts have been retroactively adjusted to give effect for a two-for-one common stock split, effected in the form of a 100% stock dividend, which became effective on January 26, 2000.

(5) These amounts exclude the current portion of long-term borrowings and include Capital Units and Preferred Securities Issued by Subsidiaries.



**Philip J. Purcell**  
Chairman &  
Chief Executive Officer

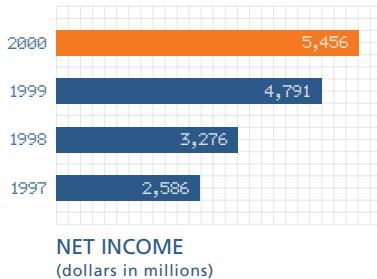
**John J. Mack**  
President &  
Chief Operating Officer

2000 was a very good year for Morgan Stanley Dean Witter. We once again had outstanding financial results, even though financial markets became more difficult in the second half of the year. It also was a year in which we changed several of our business approaches to focus even more intently on clients and to leverage our competitive strengths in a changing business environment. It is no exaggeration to say that we are creating a new company for the new millennium. As part of this process, we have articulated a vision for the future, with the goal of becoming the world's first choice for clients—a company without peer in our industry.

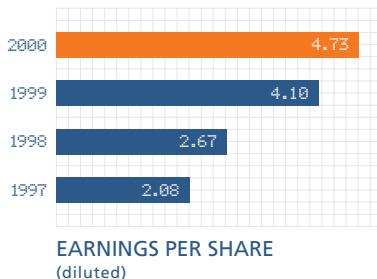
Our vision of the future is based solidly on a record of proven success. So let's begin with our most recent financial results:

- Morgan Stanley Dean Witter earned a record \$5.5 billion in 2000, an increase of more than \$600 million, or 14 percent, over 1999. It was our fourth straight year of record earnings. Diluted earnings per share were \$4.73, 15 percent higher than 1999.
- Return on equity was 31 percent, which was the highest of our peers and well above our goal of 18 percent to 20 percent over the course of the business cycle.
- In December, the Board of Directors increased our quarterly cash dividend per common share by 15 percent to \$0.23.

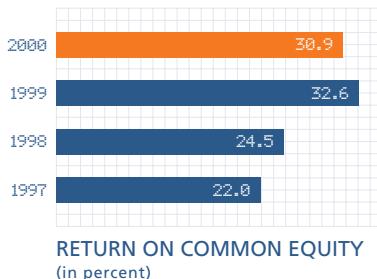
Our results reflect the individual strength and combined diversity of our businesses. Securities, asset management and credit services all achieved record net income for the year. We have said before that the diversity of our revenue streams tends to moderate the earnings volatility that often characterizes many financial services firms. The advantages of that diversity were apparent in the second half of 2000. Difficult financial markets as well as compensation pressures contributed to a decline in operating margins in our securities business, yet both our asset management and credit services businesses finished the year strong.



This past year was one of solid growth in our securities business despite a slowdown in the second half. Net revenues increased by 22 percent, with both our institutional and individual securities businesses reaching record levels. We increased the number of financial advisors in our individual investor group to almost 14,000—the second highest in the industry. We continued to expand our global presence, increasing employees outside the United States by more than 30 percent. Our transaction volume in announced global M&A deals passed the \$1 trillion mark for the second year in a row, with a market share of 35 percent. We maintained market leadership in other key categories such as equity and equity-related underwriting. In equity research, Morgan Stanley Dean Witter ranked first in *Institutional Investor's* Year 2000 Global Research Poll for the fourth straight year.



It also was an excellent year for our asset management business, with net income up 52 percent from last year. Two years ago, we began to reorganize our diverse asset management capabilities, which serve a broad range of both individual and institutional investors. In 2000, asset management reported record net income of \$683 million, and we continued to attract new money from investors despite steep declines in the broad market indices. Our assets under management at year-end stood at \$502 billion—\$30 billion more than a year earlier. One key to growth in this business is the performance of our mutual funds. This past year, the number of our funds rated four- or five-star by Morningstar rose from 51 to 65, and we have the second highest number of U.S. domestic funds receiving Morningstar's two highest ratings.



Credit services' record net income of \$726 million reflected the continued growth of the Discover® Card. Transaction volume climbed by 28 percent this past year to \$90 billion, on the heels of a 22 percent gain in 1999. Our brand is gaining significant market share of total transaction volume, increasing from 6.6 percent in June 1999 to 7.1 percent in June 2000. In the past year, our growth in receivables also outpaced most of our competitors, with an increase of 24 percent to a record \$47 billion. We continued to broaden the base of merchants accepting Discover Card by enrolling 670,000 new locations during the year, bringing the total merchant locations now accepting our card to approximately 4 million.

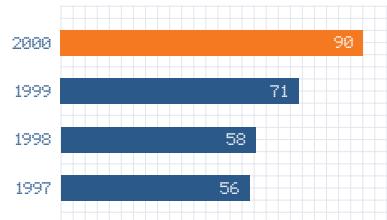


## ADVANTAGES OF INCUMBENCY

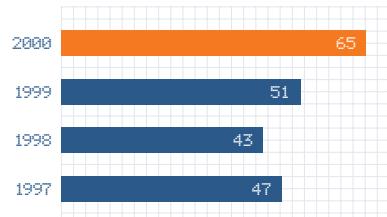
As a major worldwide provider of financial services across a broad spectrum, we expect to continue to benefit from the vibrant secular growth in our industry. This growth is driven by deregulation and restructuring of major industries in the global economy; demands of investors for superior performance; greater transparency of financial markets as a result of more and better information; increased connectivity among markets; and continued innovation and technological change. These trends have driven growth in financial services over the past 25 years and now are being reinforced by the transformational impact of technology in virtually every industry.

As we write this letter, there is not quite the euphoria over the New Economy that existed a year ago. The 40 percent decline in the NASDAQ has been painful. It has become clear that there is more to building a successful business than simply adding "dot-com" at the end of a company's name. One of the lessons of the past year is that there is still no substitute for a sound business model based on creating and delivering value for which customers are willing to pay and generating revenues that exceed the costs of the business. At the same time, there is little question that the New Economy has created tools and opportunities that no company, in any industry, can afford to ignore. When it comes to the impact of rapidly changing technology on financial services, we believe the advantages accrue, not to the start-ups or the specialized firms, but to the experienced, broad-based incumbents.

It begins with the advantages of **scale**. With more power in the hands of customers, their transaction costs continue to fall dramatically, placing a premium on the ability to provide broad product offerings, add value through innovation and achieve increasing returns to scale. Advantage accrues to financial services companies that can make required investments to expand and innovate and readily bring together market knowledge and expertise to meet client needs in a time of rapid change. We believe very few firms have the breadth and depth of skills to help lead transactions such as the \$182 billion merger of Time Warner and America Online or the \$14.6 billion Deutsche Telekom multi-currency global bond offering.



DISCOVER FINANCIAL SERVICES  
TRANSACTION VOLUME  
(in billions of dollars)



NUMBER OF FUNDS RANKED  
FOUR OR FIVE STARS  
BY MORNINGSTAR





**Our Brand.** We have thought hard this past year about our brand—what it should stand for and how to present and communicate it in a way that will resonate with clients. We have decided that the brand for our company will be the words “Morgan Stanley,” and we are going to support this brand through advertising, and in our words and actions, so that it embodies the promise of client-tailored excellence. We believe that client-tailored excellence should be the experience of every client who does business with our company, and it will set a standard we are going to hold ourselves to every day in all our products, services and relationships.

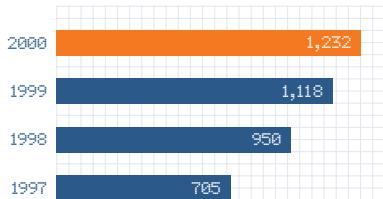
**New Market Paradigms.** The capital markets are not only growing in size and depth, but their very structure and dynamics are changing, and new paradigms are beginning to emerge. While no one can predict fully which new models will replace the old, we believe that Morgan Stanley Dean Witter, because of its broad participation in the world's financial markets, can help clients navigate these changes. We are involved in several initiatives to develop alternative trading systems and new market platforms. One example is Jiway, launched in November 2000 with OM Gruppen AB of Sweden. Jiway establishes the first electronic Pan-European exchange and will provide a single point of customer access for up to 6,000 stocks. Other initiatives include: Fxall.com, a Web-based multi-dealer foreign exchange service; BondBook, an electronic bond trading system; and TheMarkets.com, an industry-wide portal for institutional investors that gives clients access to real-time new issue information, global equity research, and news and market data—all at a single site.

**New Economic Models.** As markets become more transparent and customers gain additional power, we are looking at all our businesses to find ways to make them more client-focused and efficient and to expand those products and services that offer the highest value to clients. For example:

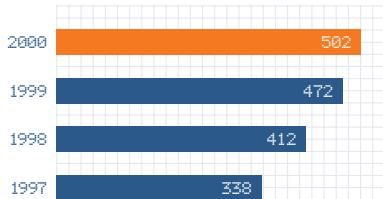
- In individual securities, we are organizing our businesses across a single service platform that will provide all customers with multiple points of contact, including the opportunity to invest online as well as draw on the advice of a financial advisor. Clients will be able to self-select services based on their needs. We also are taking steps to expand our business with high net worth individuals and to increase further the productivity of our financial advisors.

**Morgan Stanley**

Our new logo has a contemporary, forward-looking design and signifies a company that is trusted, smart and dynamic.



NEW ACCOUNTS OPENED IN INDIVIDUAL INVESTOR GROUP  
(in thousands)



ASSETS UNDER MANAGEMENT OR SUPERVISION  
(in billions of dollars)

- In institutional securities, we are applying our market and technological expertise to create new products in areas such as commodities and credit derivatives, where we can gain a high-margin, "first mover" advantage. We also are focusing on growing businesses such as our prime brokerage services, which builds on our leading presence in global equity markets as well as our technological and analytical skills.
- In investment banking and research, we have leveraged our in-depth knowledge of many industries to become a leader in advising companies on the formation of electronic exchanges, such as Covisint, an online marketplace for the automotive industry.
- In asset management, we have refocused our traditional strengths by creating a more integrated organization; increasing our visibility in the marketplace; and emphasizing high-margin, actively managed portfolios. This strategy has placed us in the top three of all asset management firms worldwide in terms of pre-tax profitability.
- In credit services, our goal is to make Discover Card the leading credit card on the Internet. We now have more than 4.5 million Cardmembers registered on the Discovercard.com Account Center.

**Leadership.** We are fortunate to have a great depth of leadership. This past year, Jim Higgins, who built our individual investor group to its leading market position, and Peter Karches, who led our institutional securities business to its current global pre-eminence, retired. The new leaders of these businesses—John Schaefer, Stephan Newhouse and Vikram Pandit—are long-time, experienced executives of this company and are exceptionally well-equipped to meet the new challenges in a rapidly changing industry. We believe our management team is stronger than ever. There also was a changing of the guard this year in Europe and Asia, with the retirement of Sir David Walker and Jack Wadsworth, respectively, as the heads of those regions. We thank Jim, Peter, Sir David and Jack for their leadership and years of service to the firm and our clients.

**Diversity.** Our greatest strength is the diversity of talent, skill and experience of our more than 60,000 people. It is vital that our global workforce reflect the diversity of our society, and, accordingly, we are committed to providing a discrimination-free workplace and equality of opportunity. Women compose nearly half of our worldwide workforce, including more than 40 percent at the two EEOC-defined highest



levels. Minority employees account for more than 20 percent of our U.S. workforce including at the same highest levels. Respect for individuals and cultures is one of our core values, and we have a number of programs to foster diversity, including the recently formed President's Diversity Council that will include leaders from across our businesses.

### FIRST CHOICE

Along with the many new business and organizational changes this past year, we have set a long-term vision for our company—to be the world's first choice in achieving financial aspirations. This vision is based on the needs and goals of our clients. Our dream is to be one of just a handful of the world's great companies—something that no financial services company has ever achieved, because up until now, financial services organizations have focused largely on products and distribution rather than primarily on clients. We believe we have the capability and opportunity to become the first truly client-focused financial services company.

Jack Rogers will leave our Board of Directors in March. Jack has been a valuable Board member for many years and we will miss him. John Madigan joined our Board last July and we already have benefited from his counsel.

In closing, we would like to thank the people of Morgan Stanley Dean Witter, our clients and fellow shareholders for another successful year and for making our vision of the future a very real possibility.

Philip J. Purcell  
CHAIRMAN & CHIEF EXECUTIVE OFFICER

John J. Mack  
PRESIDENT & CHIEF OPERATING OFFICER

February 5, 2001



February 5, 2001

In late January, John Mack announced that he had decided to leave the firm after nearly 30 years of distinguished service. No one has done more than John to make Morgan Stanley Dean Witter the world's leading financial services firm.

John has also done much to enrich the lives of those beyond our firm and our industry. Recently, he led MSDW employees to raise more than \$55 million to build the Morgan Stanley Dean Witter Children's Hospital of New York, one of the largest, most technologically advanced pediatric hospitals in the world.

John will be greatly missed as a colleague, as a leader, and as a mentor and friend to some of the most talented people in our business.

Bob Scott, who has been Chief Financial Officer and has headed several businesses in his 31 years with the firm, will replace John. Steve Crawford, who has served in investment banking and top company management, will become our CFO.

Phil Purcell



HOW DO WE CREATE A MARKET EDGE FOR CLIENTS?



## BY LEVERAGING AN UNPARALLELED

As the sheer volume of financial information continues to expand, clients need far more than simple access to information. They need access to the analysis, insight and ideas of people with a great depth of experience and knowledge of markets, companies and industries. This experience and knowledge is part of our intellectual capital and is reflected in our top-rated research, investment products and client-tailored advice.



## WEALTH OF INTELLECTUAL CAPITAL

### ➤ MARKET AND TECHNOLOGY EXPERTISE

Over the past year, our people excelled in leading surveys of institutional investors.

In *Institutional Investor's* Global Research Poll MSDW maintained its number one position and in the All-America Research Poll, the firm tied for top honors, thanks to the work of its research analysts. MSDW also led all banks in *Euromoney's* 2000 e-Awards, taking top honors for online equity and fixed income and best site for foreign exchange market research and analytics.

### ➤ CLIENT LINK<sup>SM</sup>

Through this online portal, institutional and investment banking clients gain access to invaluable market research and expertise plus detailed reporting on their positions and accounts. A customizable interface delivers exactly the services and information clients desire, whether they are working in the front or back office, managing risk, optimizing portfolios, executing trades, reconciling accounts or researching strategies.

### ➤ ASSET MANAGEMENT KNOW-HOW

MSDW is among the largest asset managers in the world, with more than \$500 billion in assets under management and globally recognized brand names. Our deep experience enables us to offer a wide array of products and services, from funds that search for new opportunities (including our 21st Century and New Discoveries Funds) to innovative tools, such as Portfolio Architect, that allow us to better structure a client's portfolio.

### ➤ SHARING KNOWLEDGE

We continue to enhance the distribution of information and insight to our own employees. Key to this drive are Web-enabled platforms that accelerate the exchange of ideas and information and a wide range of market-specific intranets and Webcasts.



WHAT DO WE DELIVER TO CLIENTS WORLDWIDE?



## SUPERIOR PRODUCTS AND SERVICES,

New business models and emerging technologies offer unique opportunities to apply our knowledge, global perspective and talent for innovation. We are determined to embrace and promote innovative ideas, from e-exchanges that are changing the way entire industries do business to mutual funds based on key trends that are reshaping the world.



## BUILT UPON INNOVATIVE IDEAS

### ➤ E-EXCHANGES

MSDW has emerged as a leader in the formation and development of online exchanges and markets worldwide. MSDW advised on several innovative B2B supplier exchanges, notably Covisint, the automotive industry's business-to-business supplier exchange. In addition the firm participated in creating online exchanges for the financial services industry, including TheMarkets.com (for equity news and intelligence), Fxall.com (foreign exchange trading) and BondBook (online trading in fixed income securities).

### ➤ JIWAY

This past year, MSDW helped launch Europe's first cross-border stock exchange, which will provide investors with single-point access for up to 6,000 American and European shares. Ultimately, Jiway will become Europe's largest and most efficient execution point for small stock orders.

### ➤ LIVE ON THE WEB

Through MSDW's Client Link, clients now can access live Webcasts for a wealth of information and insight. Sponsored by the firm's research department, programs range from detailed industry roundups to timely expert discussions and interviews with CEOs.

### ➤ NOTABLE DEALS

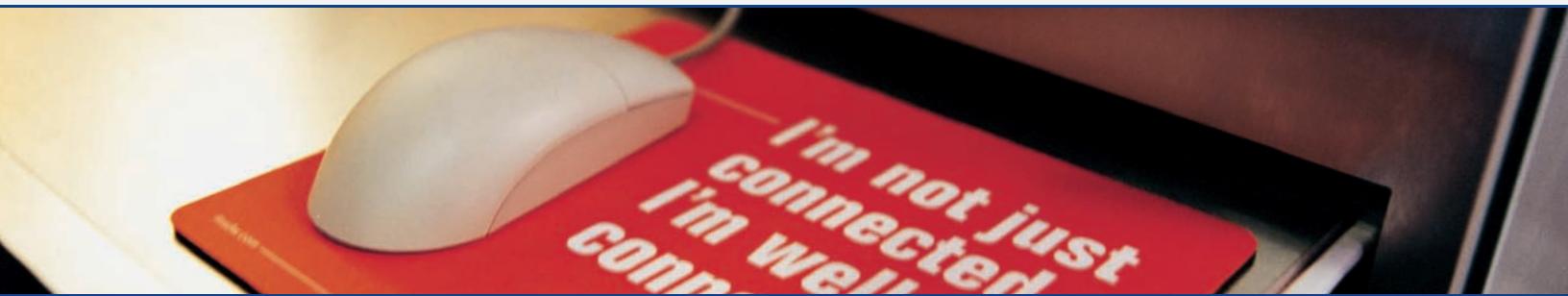
Throughout 2000, the firm continued to help clients consummate major deals by applying perspective, deep experience and highly innovative thinking. Some notable transactions included China's largest IPO to date (China Unicom); Time Warner's merger with AOL; and Deutsche Telekom's \$14.6 billion global bond issue, the largest corporate debt offering ever.

### ➤ NEW FUNDS

In 2000, innovative products included several new mutual funds from our asset management business. These funds included the MSDW Technology Fund (focused on companies engaged in technology-related industries) and the Van Kampen Select Growth Fund (concentrated on investments in growth companies).



HOW DO WE CONTINUE TO GAIN MARKET SHARE?



## WITH ENTREPRENEURIAL THINKING,

Client relationships on all levels are moving swiftly beyond the transactional, with individuals and institutions seeking connections that are tailored to meeting their particular needs. Our success, therefore, rests on our ability to get close to our clients and understand not just their needs but their aspirations. It will require not only giving them better access to intelligence and insight but also providing platforms, products and tools that will enable faster, better decisions.



## INTENSE CLIENT FOCUS

### ➤ NETWORTH

Introduced in 2000, this convenient Web site enables clients to easily aggregate all their online personal, banking and investment information in a single location. Through NetWorth, a client can securely view, at a glance, online accounts from banks, brokerage firms, mutual fund groups and more. NetWorth even can be viewed on the road through wireless devices and Web-enabled phones.

### ➤ DISCOVERCARD.COM

This popular portal enables busy Cardmembers to simplify credit card account management while accessing a range of convenient and highly competitive financial management services. These include SmartCheck<sup>SM</sup>, for online bill payment; various loan and insurance products; and fast, easy electronic filing and payment of income taxes.

### ➤ ONLINE TRADING

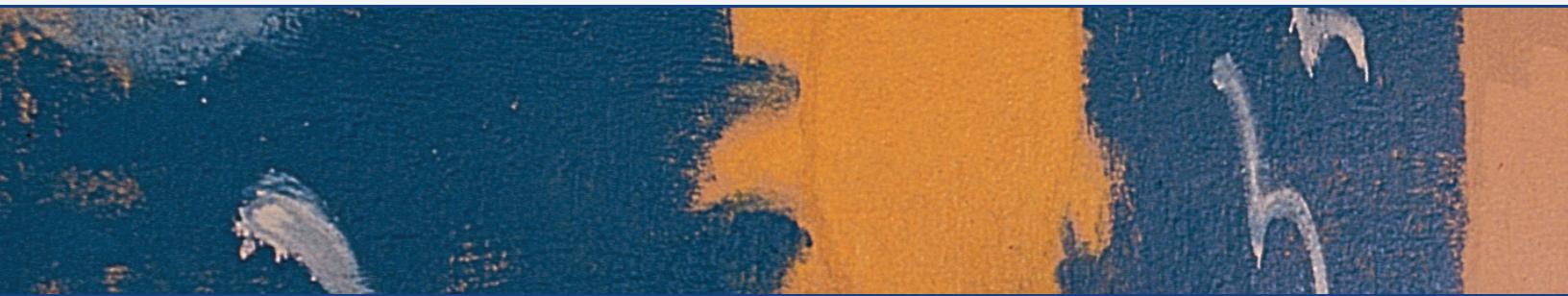
With Morgan Stanley Dean Witter Online, independent investors have access to their account to place orders, get quotes and view portfolio holdings 24 hours a day, seven days a week. In addition, clients have access to a wealth of high-quality research from Morgan Stanley Dean Witter's analysts as well as Zacks Investment Research and Thomson Financial Research.

### ➤ CLIENT TOOLS

Individual investors work even more closely with their financial advisors using ClientServ<sup>®</sup>, our private client-only Web site that provides real time account activity, business news, MSDW research and more. Through Client Link, institutional investors access a wealth of proprietary information plus highly detailed reporting on positions and accounts. Intuitive and customizable, Client Link provides links to many valuable, highly specific services.



HOW DO WE CREATE A BETTER WORLD?



## BY NURTURING ASPIRATIONS THROUGH

Our world is shaped not only by the rewards we achieve for ourselves and for our clients but by contributions we make to enhancing society at large. Whether through financial support or volunteered time, we strive to make a difference in people's lives, from children discovering the wonders of the world beyond their doorstep to artists whose vision and creativity inspire audiences around the globe.



## COMMUNITY ENRICHMENT

### ➤ INCUBATING IDEAS

MSDW supports innovative thinking, whether by experts outside our walls or by young people within. In 2000, we helped launch eLab@insead, a multidisciplinary think tank, based in Paris, aimed at promoting discussion and development of e-business models and tools. At the same time, we challenged our summer associates to work together in cross-divisional teams to develop new and highly imaginative e-business ideas.

### ➤ GIFT OF TIME

In 1999, General Colin Powell challenged the employees of MSDW to do their part in making life better for American children in need. Through the resulting program, *What a Difference a Day Makes*, employee volunteers spend at least 24 hours a year providing caring relationships, promoting constructive after-school activities, improving juvenile healthcare, imparting marketable job skills or creating opportunities for local community service.

### ➤ BECOMING A MENTOR

Because all children deserve an opportunity to excel, we believe mentoring is among the most valuable of all volunteer activities. Throughout 2000, employees worldwide helped children strive to reach their potential, serving as reading partners in London; English tutors in Hong Kong; and one-on-one mentors, via e-mail, with kids across the United States.

### ➤ SUPPORTING THE ARTS

In 2000, we continued our proud support of cultural events and institutions in communities around the world. In China, we sponsored the National Symphony's search for music by new composers, while in London, we supported a seminal exhibition of contemporary art at the National Gallery. Among many sponsorships in the U.S.: a PBS documentary on Ernest Shackleton's Antarctic expedition, clearly one of the greatest adventure stories of all time.

## OFFICERS AND DIRECTORS

### BOARD OF DIRECTORS

PHILIP J. PURCELL  
Chairman & Chief Executive Officer

JOHN J. MACK  
President & Chief Operating Officer

ROBERT P. BAUMAN  
Former Chief Executive Officer  
SmithKline Beecham plc

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Former Chairman &  
Chief Executive Officer  
Sears, Roebuck and Co.

C. ROBERT KIDDER  
Chairman & Chief Executive Officer  
Borden, Inc.

CHARLES F. KNIGHT  
Chairman  
Emerson Electric Co.

JOHN W. MADIGAN  
Chairman, President &  
Chief Executive Officer  
Tribune Company

MILES L. MARSH  
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Chief Executive Officer  
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MICHAEL A. MILES  
Special Limited Partner  
Forstmann Little & Co.

CLARENCE B. ROGERS, JR.  
Former Chairman of the Board &  
Chief Executive Officer  
Equifax Inc.

LAURA D'ANDREA TYSON  
Dean, Walter A. Haas School of Business  
University of California, Berkeley

### OTHER OFFICERS

DONALD G. KEMPF, JR.  
Chief Legal Officer & Secretary

STEPHEN S. CRAWFORD  
Chief Strategic & Administrative Officer

ROBERT G. SCOTT  
Chief Financial Officer

ALEXANDER C. FRANK  
Treasurer

JOANNE PACE  
Controller & Principal  
Accounting Officer

### MANAGEMENT COMMITTEE

PHILIP J. PURCELL  
Chairman & Chief Executive Officer

JOHN J. MACK  
President & Chief Operating Officer

TAREK F. ABDEL-MEGUID  
Investment Banking Group

STEPHEN S. CRAWFORD  
Chief Strategic & Administrative Officer

ZOE CRUZ  
Fixed Income Division

JOHN P. HAVENS  
Institutional Equities Division

DONALD G. KEMPF, JR.  
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MITCHELL M. MERIN  
Asset Management

DAVID W. NELMS  
Discover Financial Services

STEPHAN F. NEWHOUSE  
Institutional Securities

VIKRAM S. PANDIT  
Institutional Securities

JOSEPH R. PERELLA  
Institutional Securities

JOHN H. SCHAEFER  
Individual Investor Group

ROBERT G. SCOTT  
Chief Financial Officer

## STOCKHOLDER INFORMATION

### COMMON STOCK

Ticker Symbol: MWD

The common stock of Morgan Stanley Dean Witter & Co. is listed on the New York Stock Exchange and on the Pacific Exchange.

### DIVIDENDS

Effective January 2001, Morgan Stanley Dean Witter & Co.'s Board of Directors increased the quarterly cash dividend to \$0.23 per share of common stock.

### INDEPENDENT AUDITORS

Deloitte & Touche LLP  
Two World Financial Center  
New York, NY 10281  
212 436-2000

### SHARE PURCHASE AND DIVIDEND REINVESTMENT PLAN & STOCKHOLDER SERVICES

Morgan Stanley Dean Witter Trust FSB is the Record Keeper for the Share Purchase and Dividend Reinvestment Plan and the Transfer Agent for the Company's common stock. For more information about the plan or assistance with address changes, lost stock certificates and share ownership, contact:

Morgan Stanley Dean Witter Trust FSB  
Harborside Financial Center, Plaza Two  
Jersey City, NJ 07311-3977  
800 622-2393

### EQUAL OPPORTUNITY EMPLOYER

Morgan Stanley Dean Witter is committed to providing a discrimination-free workplace and equal opportunity for its employees, including recruitment, hiring, training and promotion. For more information, including the Company's EEO-1 Report, write to Marilyn F. Booker, Global Head of Diversity, Morgan Stanley Dean Witter & Co., 1221 Avenue of the Americas, New York, NY 10020, or diversity@msdw.com.

### ANNUAL REPORT ON FORM 10-K AND STOCKHOLDER INQUIRIES

General information about the Company and copies of the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission can be obtained at:

Online:  
<http://www.msdw.com>  
Stockholder Helpline:  
800 733-2307

### INVESTOR RELATIONS

Security analysts, portfolio managers and representatives of financial institutions seeking information about the Company are invited to contact:

Investor Relations:  
212 762-8131

### CUSTOMER SERVICE PHONE NUMBERS

#### INDIVIDUAL INVESTOR GROUP

Branch Office Locator	877 937-MSDW
MSDW Online	800 688-6896
AAA Client Services	800 869-DEAN
MSDW Client Services	888 454-DWOL

#### ASSET MANAGEMENT

MSDW Family of Funds	800 869-FUND
MSDW Institutional/MAS Funds	800 548-7786
MSDW Closed-End Funds	800 221-6726
Van Kampen Funds	800 341-2911

#### DISCOVER FINANCIAL SERVICES

Discover Card Services	800 347-2683
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## INTERNATIONAL LOCATIONS

<b>WORLDWIDE HEADQUARTERS-NEW YORK</b> 1585 Broadway New York, NY 10036 Telephone (212) 761-4000 Fax (212) 761-0086	<b>HONG KONG</b> 30th Floor Three Exchange Square Central, Hong Kong Telephone (852) 2848-5200 Fax (852) 2845-1012	<b>MONTREAL</b> Tour McGill 1501 McGill College Avenue Suite 2310 Montreal, Quebec Canada H3A 3M8 Telephone (514) 847-7400 Fax (514) 847-7429	<b>SHANGHAI</b> Suite 700B, 7th Floor West Wing Shanghai Center 1376 Nanjing Xi Lu Shanghai 200040 People's Republic of China Telephone (86 21) 6279-7150 Fax (86 21) 6279-7157
<b>AMSTERDAM</b> Rembrandt Tower, 11th Floor Amstelplein 1 1096 HA Amsterdam The Netherlands Telephone (31 20) 462-1300 Fax (31 20) 462-1310	<b>JOHANNESBURG</b> 1st Floor S.W. Wing 160 Jan Smuts Avenue Rosebank, 2196 South Africa Telephone (27 11) 507-0800 Fax (27 11) 507-0801	<b>MOSCOW</b> Ducat Plaza II, 7 Gasheka Street Moscow 123056 Russia Telephone (7 501) 785-2200 Fax (7 501) 785-2229	<b>SINGAPORE</b> 23 Church Street #16-01 Capital Square Singapore 049481 Telephone (65) 834-6888 Fax (65) 834-6861
<b>BANGKOK</b> 9th Floor, Diethelm Tower A 93/1 Wireless Road Bangkok, 10330 Thailand Telephone (66 2) 627-3330 Fax (66 2) 627-3311	<b>LONDON</b> 25 Cabot Square, Canary Wharf London E14 4QA England Telephone (44 20) 7425-8000 Fax (44 20) 7425-8990	<b>MUMBAI</b> 4th Floor Forbes Building Charanjit Rai Marg, Fort Mumbai 400 001 India Telephone (91 22) 209-6600 Fax (91 22) 209-6601	<b>STOCKHOLM</b> Hovslagargatan 5A 111 48 Stockholm Sweden Telephone (46 8) 6789-600 Fax (46 8) 6789-601
<b>BEIJING</b> Room 2706 China World Tower II China World Trade Center No. 1 Jian Guo Men Wai Dajie Beijing 100004 People's Republic of China Telephone (86 10) 6505-8383 Fax (86 10) 6505-8220/21	<b>LUXEMBOURG</b> 6B, Route de Treves L-2633 Senningerberg Luxembourg Telephone (35 2) 3464-6000 Fax (35 2) 3464-6363	<b>MUNICH</b> (Opening Spring 2001) Prannerstrasse 10 80333 Munich Germany Telephone (49 89) 5177-0	<b>SYDNEY</b> Level 38, The Chifley Tower 2 Chifley Square Sydney, NSW 2000 Australia Telephone (61 2) 9770-1111 Fax (61 2) 9770-1121
<b>BUENOS AIRES</b> Avenida Alicia Moreau de Justo 740 2do. Piso, Oficina 6 1107—Buenos Aires Argentina Telephone (54 11) 4349-0700 Fax (54 11) 4349-0707	<b>MADRID</b> Fortuny 6, planta 5 28010 Madrid Spain Telephone (34) 91 700-7200 Fax (34) 91 700-7299	<b>PARIS</b> 25, rue Balzac 75406 Paris Cedex 08 France Telephone (33 1) 5377-7000 Fax (33 1) 5377-7099	<b>TAIPEI</b> 22nd Floor, Taipei Metro 207 Tun Hwa South Road, Sec. 2 Taipei 106 Taiwan Telephone (886 2) 2730-2800 Fax (886 2) 2730-2810
<b>FRANKFURT</b> Junghofstrasse 13-15 60311 Frankfurt Germany Telephone (49 69) 2166-0 Fax (49 69) 2166-2099	<b>MELBOURNE</b> Level 53, 101 Collins Street Melbourne, Victoria 3000 Australia Telephone (61 3) 9256-8900 Fax (61 3) 9256-8951	<b>SÃO PAULO</b> Edificio CBS Av. Pres Juscelino Kubitschek 50-8 Andar 04543-000 São Paulo-SP Brazil Telephone (55-11) 3048-6000 Fax (55 11) 3048-6099	<b>TOKYO</b> Yebisu Garden Place Tower 20-3, Ebisu 4-chome Shibuya-ku, Tokyo 150-6008 Japan Telephone (81 3) 5424-5000 Fax (81 3) 5424-5099
<b>GENEVA</b> 12 place de la Fusterie CH-1211 Geneva, Switzerland Telephone (41 22) 319-8000 Fax (41 22) 319-8033	<b>MEXICO CITY</b> Andres Bello 10, 8 Piso Colonia Polanco 11560 Mexico, D.F. Telephone (525) 282-6700 Fax (525) 282-9200	<b>SEOUL</b> 19th Floor Kwanghwamoon Building 211-1, Sejongro, Chongro-ku Seoul 110-730 Korea Telephone (82 2) 399-4819 Fax (82 2) 399-4827	<b>TORONTO</b> BCE Place, 181 Bay Street Suite 3700 Toronto, Ontario Canada M5J 2T3 Telephone (416) 943-8400 Fax (416) 943-8444
<b>GLASGOW</b> Lanarkshire Operations Centre 3 Hunt Hill Orchardton Woods Cumbernauld, Glasgow G68 911 Scotland Telephone (44 1236) 797-800	<b>MILAN</b> Palazzo Serbelloni Corso Venezia, 16 20121 Milan Italy Telephone (39 02) 76331 Fax (39 02) 783-057		<b>ZURICH</b> Bahnhofstrasse 92 CH-8023 Zurich Switzerland Telephone (41 1) 220-9111 Fax (41 1) 220-9800



**MORGAN STANLEY DEAN WITTER**

1585 Broadway, New York, NY 10036

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