

Revenue Sharing Fund Families

The following revenue-sharing information principally pertains to mutual fund purchases in commission-based brokerage accounts. In general, the revenue sharing payments described below are specific to mutual fund investments. For more information on fees and expenses relating to mutual fund purchases through Morgan Stanley fee-based advisory account programs, please refer to the applicable Morgan Stanley ADV brochure.

Morgan Stanley charges each fund family we offer a mutual fund support fee, also called revenue-sharing, up to a maximum per fund family of 0.16% per year (\$16 per \$10,000 of assets) on the mutual fund holdings of our brokerage account clients. The minimum annual fee is \$250,000 per fund family. Revenue-sharing payments are in addition to the sales charges, annual distribution and service fees (referred to as "12b-1 fees"), applicable redemption fees and deferred sales charges, and other fees and expenses disclosed in the fund's prospectus fee table. Revenue-sharing payments are generally paid out of the fund's investment adviser, distributor or other fund affiliate's revenues or profits and not from the fund's assets. However, fund affiliate revenues or profits may in part be derived from fees earned for services provided to and paid for by the fund. No portion of these revenue sharing payments is made by means of brokerage commissions generated by the fund.

Set forth below is a listing of the fund families from which we received revenue-sharing payments in 2013. Fund families are listed in descending order based upon the total amount of revenue-sharing payments we recognized from each fund family for 2013. Although we seek to charge all fund families the same revenue sharing fee rate, in aggregate Morgan Stanley receives significantly more revenue sharing from the families with the largest client fund share holdings at our firm. This fact presents a conflict of interest for Morgan Stanley to promote and recommend funds from those fund families rather than funds from families that in aggregate pay us less revenue sharing. In order to mitigate this conflict, Financial Advisors and their Branch Office Managers do not receive additional compensation as a result of these revenue-sharing payments received by Morgan Stanley.

Revenue Sharing Fund Company Name

Legg Mason*	Virtus*
Franklin Templeton*	Hartford Funds*
PIMCO*	Pioneer Funds*
BlackRock Funds*	First Eagle Funds
American Funds	Federated Securities*
Lord Abbett Funds*	Natixis Funds
Oppenheimer*	DWS Scudder**
Morgan Stanley Funds*	Delaware Investments*
Ivy Funds*	Goldman Sachs*
Eaton Vance Group*	Mainstay (NY Life)*
Fidelity Advisors*	Principal Funds**
JP Morgan*	Calamos Funds
Nuveen Funds*	Transamerica IDEX
Alliance Bernstein Funds*	Davis Advisors
Thornburg*	Franklin Templeton Offshore
Putnam Funds**	John Hancock Funds*
Columbia Management*	Gabelli Funds
Prudential Investments*	Dreyfus Premier Funds**
MFS Investments	Allianz*
Wells Fargo	Guardian Investor Services LLC

Revenue Sharing Fund Company Name (continued)

Janus Capital Group**	Investec Offshore	Keeley Investment Corp.	Frank Russell
ING Investments, LLC*	Liberty Street	Kinetics Asset Management, Inc.	HighMark Capital Management, Inc.
SunAmerica Funds	Van Eck Management	Mirae	Invesco*
Henderson Global Investments	BlackRock Offshore	Munder Funds	Pacific Select Distributors, Inc.
Sentinel Investments	Aberdeen Asset Management Inc.	Nationwide**	Victory Funds
MFS Offshore	Alpine Funds	Nomura Asset Management	Hancock Horizon Investments
Guggenheim*	ALPS	Olstein Financial	PIMCO Europe LTD
Legg Mason Offshore	American Beacon	RidgeWorth Funds	Fidelity Offshore
Neuberger Berman Management Inc.**	Brookfield	Tortoise	Janus Offshore
Cohen & Steers	Destra	UBS Global Asset Management	Pictet Funds (Europe) S.A.
IVA Funds	Diamond Hill	JP Morgan Offshore	Selector Advisors LTD
Cushing MLP Asset Management L.P.	Direxion	Schroder Offshore	Salient Partners
American Century Investments**	Eagle Fund Distributors, Inc	Managers Distributors, Inc.**	Aquila Group of Funds
Fred Alger & Company	Forward Funds	Altegris Funds	Lateef Fund
Touchstone Family of Funds**	Hatteras Capital Distributors, LLC	Arrow	Domini
Calvert Group	Highland Capital Management	First Trust*	Snow Capital

*Denotes Global Partner Fund Family

**Denotes Emerging Partner Fund Family

Expense Payments and Administrative Service Fees

Morgan Stanley receives payments and fees for recordkeeping and related services, which are more fully described below. These expense payments and administrative fees may be viewed in part as a form of revenue sharing if and to the extent they exceed expenses or what the mutual fund would otherwise have paid for these services. However, they are not included in the revenue sharing payments described above.

Expense Payments

Fund families are typically provided with opportunities to sponsor meetings and conferences and are granted access to our branch offices and Financial Advisors for educational, marketing and other promotional efforts. Fund representatives may also work closely with our branch offices and Financial Advisors to develop business strategies and plan promotional and educational activities. In addition, Morgan Stanley typically receives payments from funds or their affiliates in connection with these promotional

efforts to help offset expenses incurred for sales events and training programs as well as client seminars, conferences and meetings. Such expenses may include meeting or conference facility rental fees and hotel, meal and travel charges. Funds or their affiliated service providers may make these payments directly to Morgan Stanley or pay vendors for these services on our behalf.

Although fund companies independently decide what they will spend on these activities, certain fund families (referred to as either "Global Partners" or "Emerging Partners") dedicate significant financial and staffing resources to these efforts and may receive supplemental sales information and additional opportunities to sponsor firm events and promote their funds to our Financial Advisors and clients. Moreover, Global and Emerging Partners commit to provide expense payments at predetermined amounts (currently \$750,000 per year for Global Partners and \$350,000 per year for Emerging Partners). These facts present a conflict of interest for Morgan Stanley and our Financial Advisors to the extent they lead our Financial Advisors to focus on those funds

offered by our Global and Emerging Partners when recommending mutual fund investments to clients instead of on funds from those fund families that do not commit similar resources to educational, marketing and other promotional efforts. In order to mitigate this conflict, Financial Advisors and their Branch Office Managers do not receive additional compensation for recommending funds sponsored by our Global or Emerging Partners. Morgan Stanley selects the Global and Emerging Partners fund families based on a number of quantitative and qualitative criteria. Our Global and Emerging Partners are denoted by an asterisk on the above Revenue-Sharing Fund Families list.

Fund family representatives are allowed to occasionally give nominal gifts to Financial Advisors, and to occasionally entertain Financial Advisors (subject to an aggregate entertainment limit of \$1,000 per employee per fund family per year). Morgan Stanley's noncash compensation policies set conditions for each of these types of payments, and do not permit any gifts or entertainment conditioned on achieving any sales target.

Administrative Service Fees

Morgan Stanley and/or its affiliates receive compensation from funds or their affiliated service providers for providing certain recordkeeping and related services to the funds. These charges typically are based upon the number or aggregate value of client positions and the levels of service provided. We process transactions with certain fund families on an omnibus basis, which means we consolidate our clients' trades into one daily trade with the fund, and therefore maintain all pertinent individual shareholder information for the fund. Trading in this manner requires that we maintain the transaction history necessary to track and process sales charges, annual service fees, and applicable redemption fees and deferred sales charges for each position, as well as other transaction details required for ongoing position maintenance purposes. For these services funds pay, at their election, either up to \$21 per year per position or up to 0.16% per year (\$16 per \$10,000) of fund assets held by our clients in commission-based brokerage accounts. The annual fees for positions held by clients in our fee-based advisory account programs are generally 0.16% (\$16 per \$10,000) of fund assets per year for nonretirement advisory accounts but are 0.35% (\$35 per \$10,000) of fund assets per year for TRAK Fund Solution retirement client accounts and 0.28% (\$28 per \$10,000) of fund assets per year plus up to \$21 per fund position per year for TRAK Fund Solution nonretirement client accounts.

As of January 2014, we were trading on an omnibus basis with:

Alger Funds	Dunham Funds	Keeley Funds
Alliance	DWS Scudder	Kinetics
Bernstein Funds*	Funds**	KKR Funds
Allianz Funds*	Eaton Vance	Lazard Funds*
Altegris	Funds*	Legg Mason Funds*
American	Edgewood	Legg Mason
Century Funds**	FBR Funds	Scholars Choice 529
American Funds	Federated Funds*	Leuthold
AQR Funds	Fidelity*	Liberty Funds
Ariel Investments	First Eagle Funds	Loomis Sayles
Artio Global Funds	First Trust*	Lord Abbett
Artisan Funds	Forum/Absolute	Funds*
Aston Funds	Funds	Madison Mosaic
Avenue Credit	Forward Funds	Funds
Baird	Franklin/Tem-pleton Funds*	Mainstay Funds*
Bank of America	Gabelli Funds	Managers Funds**
Money Market	Glenmede Funds	Manning & Napier
Baron Funds	Goldman Sachs	Funds
Barrett	Funds*	Matthews Funds
BlackRock Funds*	Good Harbor	Merger Funds
BlackRock Offshore	Hamlin	Metropolitan West
Brandes	Hancock Horizon	Funds
Investment Trust**	Harbor Funds	MFS Investment
Brandywine Funds	Harding Loevner	Management
Brookfield	Hartford Mutual	Mirae
Investment Funds	Funds*	Morgan Stanley
Buffalo	Hatteras Funds	Funds*
Calamos Funds	Henderson Funds	NATIXIS Funds
Cambiar / HGK**	Hennessy Funds	Neuberger
Causeway Funds	Highmark Funds	Berman**
Cohen & Steers	Index IQ	Northern Funds
Columbia Funds*	ING Funds*	Nuveen Funds*
Congress Funds**	Invesco Funds*	Oakmark Funds
Consulting Group	Invesco Institu-	Olstein Funds
Capital Mrks	tional Money	Oppenheimer 529
CRM Funds	Market Funds	Funds
Cullen Funds	IVA	Oppenheimer
Cushing	Ivy Funds*	Funds*
Davis Funds	Janus Funds**	Permanent
Davis Select	Jensen Investment	PIMCO Funds*
Delaware Funds*	Mgmt	Pimco Offshore
Doubleline	John Hancock	Pioneer
Dreyfus Funds**	Funds*	Investments*
Driehaus	JP Morgan Funds*	

Principal / WM**	Schroder Funds	Transamerica (Idx) Funds
Prudential Funds*	Sentinel Funds	Turner Funds
Putnam Investments**	Shelton Funds	Tweedy Brown
Ramius Funds	Snow Capital	Value Line Funds
Ridgeworth	SSGA Funds	Virtus Funds*
Riverpark	SunAmerica Funds	WCM
Royce Funds	T Rowe Price**	Wells Fargo Funds
RS Funds	TCW Funds	Western Asset
Rydex/Guggenheim Funds*	Third Avenue	William Blair Funds
Salient	Thornburg Investment*	Wintergreen
Scharf Funds	Touchstone Funds**	

*Denotes Global Partner Fund Family

**Denotes Emerging Partner Fund Family

All other fund families are traded on a networked basis, which means Morgan Stanley submits a separate trade for each individual client trade to the fund and, therefore, we maintain only certain elements of the fund's shareholder information. We charge these remaining funds a networking fee of up to \$11 per year per position held by our clients. Although Morgan Stanley provides additional services to funds where positions are held on an omnibus basis, the fact that the administrative fee rate is higher for those services than the rate for networked accounts presents a conflict of interest for Morgan Stanley to recommend purchases of omnibus-traded funds over networked funds. In addition, while all fund families are charged the same administrative service fee rates for either omnibus or networked accounts, in aggregate, Morgan Stanley receives significantly more administrative service fees from the fund families with the largest client fund share holdings at our firm. This fact presents a conflict of interest for Morgan Stanley to promote and recommend funds from those fund families rather than funds from families that in aggregate pay us less administrative service fees. In order to mitigate this conflict, Financial Advisors and their Branch Office Managers do not receive additional

compensation as a result of these administrative service fee payments received by Morgan Stanley.

Money Market and Money Market Sweep Funds

Money market funds are generally subject to the same revenue sharing and administrative service fees outlined above. However, different fees are assessed on money market fund assets that are available as cash management sweep options for Morgan Stanley client accounts. Our affiliate, Morgan Stanley Investment Management ("MSIM"), serves as the investment advisor to the cash management sweep option funds. Morgan Stanley receives compensation from MSIM for providing record keeping and related services of up to \$19.08 per year per fund position held by our brokerage account clients. This fee is not assessed on positions held by clients in our fee-based advisory account programs except for the TRAK Fund Solution program where the fees are up \$19.08 per year per fund position for nonretirement client accounts and 0.10% (\$10 per \$10,000) of fund assets per year for retirement client accounts. We also receive revenue sharing compensation from MSIM based on the amount of money market sweep fund assets held by our clients in brokerage accounts of up to 0.18% per year (\$18 per \$10,000 of assets). This fee is not assessed on positions held by clients in our fee-based advisory account programs.

For More Information

For additional information on a particular fund's payment and compensation practices, please refer to the fund's Prospectus and Statement of Additional Information. For further information regarding the fund fees and expenses borne by you and how Morgan Stanley and your Financial Advisor are compensated when you purchase and hold mutual fund shares, please refer to "Mutual Fund Share Classes and Compensation" (available on this website). You may also contact your Financial Advisor.

Morgan Stanley Smith Barney LLC, its affiliates, and its employees are not in the business of providing tax or legal advice. These materials and any tax-related statements are not intended or written to be used, and cannot be used or relied upon, by any such taxpayer for the purpose of avoiding tax penalties. Tax-related statements, if any, may have been written in connection with the "promotion or marketing" of the transaction(s) or matter(s) addressed by these materials, to the extent allowed by applicable law. Any such taxpayer should seek advice based on the taxpayer's particular circumstances from an independent tax advisor.

The information contained herein has been obtained from sources that we believe are reliable, but we do not guarantee its accuracy or completeness. Neither the information nor any opinion expressed herein constitutes a solicitation by us for the purchase or sale of any security. This material, or any portion thereof, may not be reproduced without prior written permission from Morgan Stanley.