

# Dennis Lynch and Team Enter 2019 as Counterpoint Global

## *Frequently Asked Questions*

GROWTH TEAM | DECEMBER 2018

Effective 12/31/2018, the Growth Team will go by the name of Counterpoint Global Team. The team will also be renaming four US registered mutual funds that they manage (1) Morgan Stanley Institutional Fund, Inc. (“MSIF”) Small Company Growth Portfolio (2) Morgan Stanley Institutional Fund Trust (“MSIFT”) Mid Cap Growth Portfolio; (3) Morgan Stanley (“MS”) Multi Cap Growth Trust; (4) Morgan Stanley Variable Insurance Fund, Inc. (“VIF”) Mid Cap Growth Portfolio.

It is important to note that the investment processes are not changing with the change of the names and the Team does not anticipate any change to the current holdings with the change of the names.

### *Why is the team name changing?*

Dennis Lynch and Team believe that the long-term ownership of unique companies whose market value can increase significantly for underlying fundamental reasons is a strong foundation for successful investing. Given the evolutionary nature of the markets, the Team also recognizes the importance of adaptation in how and where investors look for new opportunities.

To mark the evolution in the Team’s thinking over the years, they are entering 2019 with a new name. While the investment management industry has historically attempted to pigeonhole investing styles into categories like “value” and “growth” and this jargon is widely used, the Team views these labels as an artificial and suboptimal starting point for filtering the investment opportunity set. The Team is changing its name from the “Growth Team” to “Counterpoint Global” to better describe who they are in their own words.

Since 1998, the Team’s culture has fostered collaboration, creativity, and a willingness to challenge conventional thinking. Going forward, Counterpoint Global will continue to collect unique companies, people, and ideas in the pursuit of excess returns while remaining open and adaptive as global markets and the opportunity set continue to evolve.

## *What does Counterpoint Global mean and how does it reflect the team?*

The word “counterpoint” is generally associated with either debate or music, and both its meanings reflect important aspects of the Counterpoint Global Team’s philosophy.

In a debate, counterpoint represents the other side of the argument and has a contrary connotation. Although being contrarian all of the time is unlikely to be a good strategy (the crowd is usually wise, not mad), the Team believes that the word “counterpoint” represents their selective willingness to be different.

In music, counterpoint is the art of combining distinct individual melodies that sound great on their own and transforming them into a whole that is even greater than the sum of its parts. This symbolizes how the Team’s output is driven by both the unique individual investors on the Team, and the diverse ideas and perspectives they research and consider on a day to day basis.

The word “Global” is a key part of the name as it recognizes the Team’s growing number of ideas, assets, and resources around the world, which are the result of its steady, consistent investments in its business over the past decade.

The Team believes that investing is more art, like music, than science and that as a whole they are greater than the sum of parts. The Team is willing to be different than the benchmark, the competition, and the industry, by managing focused, conviction weighted portfolios.

## *Is the Global Opportunity Team also changing its name?*

No. Dennis Lynch will remain as the Head of the Counterpoint Global Team. Kristian Heugh will remain as the Head of the Global Opportunity Team. The Global Opportunity Team will remain a part of the Counterpoint Global Team.

## *What Funds are changing names and why?*

As the team believes market cap or style specific designations often shape misleading perceptions, the below listed Funds will be renamed accordingly to better characterize the opportunity set, the lifecycle of an investment idea, and the types of companies in which they look to invest.

- The MSIF Small Company Growth Portfolio will become the MSIF Inception Portfolio. Inception signifies the beginning of an investment idea, early in its life cycle. It also signifies that this is the first portfolio the team managed, at its inception in 1998.
- The MSIFT Mid Cap Growth Portfolio will become the MSIFT Discovery Portfolio. Discovery better characterizes companies owned in this portfolio, which are typically developing, growing, and gaining the attention of the broader market.
- The MS Multi Cap Growth Trust will become the MS Insight Fund. Insight reflects that the team includes its best ideas across the market cap spectrum in this portfolio.
- The VIF Mid Cap Growth Portfolio will become the VIF Discovery Portfolio. Discovery better characterizes companies owned in this portfolio, which are typically developing, growing, and gaining the attention of the broader market.

Current Fund Name:	New Fund Name	Effective Date	Share Class / Ticker / CUSIP (Note there are no changes)		
MSIF Small Company Growth Portfolio	MSIF Inception Portfolio	2/11/19	A:	MSSMX	61744J614
			C:	MSCOX	61760X299
			I:	MSSGX	61744J309
			IS:	MFLX	61756E149
			L:	MSSLX	61756E396
MSIFT Mid Cap Growth Portfolio	MSIFT Discovery Portfolio	2/11/19	A:	MACGX	617440599
			C:	MSMFX	617455746
			I:	MPEGX	617440508
			IS:	MMCGX	617455308
			L:	MSKLX	617440169
MS Multi-Cap Growth Trust	MS Insight Fund	2/11/19	A:	CPOAX	61747T106
			B:	CPOBX	61747T205
			C:	MSCMX	61762C202
			I:	CPODX	61747T403
			IS:	MCRTX	61762C103
			L:	CPOCX	61747T304
VIF Mid Cap Growth Portfolio	VIF Discovery Portfolio	4/30/2019	I:	MMGPX	61691F847
			II:	MMGTX	61691F839

It is important to note that that the tickers and CUSIPS are not changing.

### ***Are there any changes to the underlying investment processes?***

No. The investment processes are not changing with the change in names. Since 1998, the Team's culture has facilitated a consistent investment approach, focused on bottom-up analysis and long term ownership of high quality companies with sustainable competitive advantages in concentrated, benchmark agnostic portfolios.

### ***When are the Fund names changing?***

Supplements were filed on December 13, 2018.

To give ample notice to shareholders of at least 60 days, the effective date for the name changes for MS MSIF Small Company Growth Portfolio, MSIFT Mid Cap Growth Portfolio, MS Multi Cap Growth Trust will be February 11, 2019. The effective date for VIF Mid Cap Growth Portfolio will be April 30, 2019.

## *Why is the investment policy changing for these funds?*

In addition to the above-mentioned Portfolio name changes, the filed supplements include updated policy amendments.

It is important to note that the Team doesn't anticipate any changes to the current holdings with the change of the names or the investment policy, rather the investment policy amendments provide the team additional flexibility in the future with regards to investing in specific market capitalizations of each specific Portfolio's benchmark.

The amendments reflect the Portfolios no longer being subject to the requirement in Rule 35d-1 under the Investment Company Act of 1940 (the "Names Rule") that a fund invest at least 80% of its assets in the type of investment suggested by the fund's name, and can use the term "primarily" consistent with other portfolios managed by the team and MSIM.

The investment policy for the following aforementioned Portfolios will be replaced with the below:

### **MSIF Small Company Growth Portfolio**

Under normal circumstances, the Adviser seeks to achieve the Fund's investment objective by investing primarily in established and emerging companies with capitalizations within the range of companies included in the Russell 2000® Growth Index. As of December 31, 2017, these market capitalizations ranged between \$14.8 million and \$8.8 billion.

### **MSIFT Mid Cap Growth Portfolio**

Under normal circumstances, the Fund's Adviser seeks long term capital growth by investing primarily in established and emerging companies with capitalizations within the range of companies included in the Russell Mid Cap Growth® Index, which as of December 31, 2017 was between \$388.9 million and \$35 billion.

### **MS Multi Cap Growth Trust**

Under normal circumstances, the Fund's assets will be invested primarily in a portfolio of common stocks of companies with market capitalizations, at the time of purchase, within the capitalization range of the companies comprising the Russell 3000® Growth Index, which as of December 31, 2017 was between \$14.8 million and \$868 billion.

### **VIF Mid Cap Growth portfolio**

Under normal circumstances, the Adviser seeks to achieve the Fund's investment objective by investing primarily in established and emerging companies, with capitalizations within the range of companies included in the Russell Midcap Growth Index. As of December 31, 2017, these market capitalizations ranged between \$388.9 million and \$35 billion.

# Morgan Stanley

INVESTMENT MANAGEMENT

All investments involve risks, including the possible loss of principal. In addition, there is no assurance that a Portfolio will achieve its investment objective. The Portfolios are subject to market risk, which is the possibility that the market value of the securities owned by the Portfolio will decline. Accordingly, an investor can lose money by investing in the Portfolios. Please refer to the Fund's prospectus for more complete information on investment risks.

Morgan Stanley Variable Insurance Fund, Inc. provides investment vehicles for variable annuity contracts and variable life insurance policies. This Variable Insurance Fund portfolio is managed by Morgan Stanley Investment Management Inc.

Portfolios of Morgan Stanley Variable Insurance Fund, Inc. are not available for direct investment. These portfolios can only be purchased through a variable insurance product issued by an insurance company. Variable annuities are long-term investments designed for retirement purposes. Withdrawals are taxed as ordinary income. Withdrawals prior to age 59 ½ are subject to a 10% tax penalty.

**Please consider the investment objectives, risks, charges and expenses of the funds carefully before investing. The prospectuses contain this and other information about the funds. To obtain a prospectus, download one at [morganstanley.com/im](http://morganstanley.com/im) or call 1-800-548-7786. Please read the prospectus carefully before investing**

Morgan Stanley Investment Management is the asset management division of Morgan Stanley.

**NOT FDIC INSURED | OFFER NOT BANK GUARANTEED | MAY LOSE VALUE | NOT INSURED BY ANY FEDERAL GOVERNMENT AGENCY | NOT A DEPOSIT**

Explore our site at [www.morganstanley.com/im](http://www.morganstanley.com/im)