Morgan Stanley

# MFS LARGE CAP GROWTH (MFS-7)

**Style:** US Large Cap Growth **GIMA Status:** Approved **Program Inception:** 03/18/2021 **Strategy Minimum:** $25,000

## EXECUTIVE SUMMARY

To help you better understand the performance results of third-party investment manager strategies within our Select UMA Program, we are including additional information within manager profiles that may inform your decision to invest in this strategy:

- The performance results displayed in this profile may include a composite of Morgan Stanley accounts enrolled in the strategy. These are **unshaded** in the Investment Results and Portfolio Quarterly Returns sections of the profile with the Select UMA label.
- The results also display the performance of the manager's own composite of accounts invested in its version of the investment strategy, prior to the strategy's inception in the Select UMA program. These are shaded in **grey** and labeled Manager. While this performance is relevant, it does not reflect the role that Morgan Stanley plays in delivering this strategy, which is reflected in the unshaded portion of the Investment Results and Portfolio Quarterly Returns sections of the profile. Morgan Stanley works in tandem, with the manager, to deliver this strategy to its clients. For this reason, Morgan Stanley does not display the manager's own composite of accounts invested in its version of the investment strategy beyond the transition month. As a result, the manager's results and the strategy's results may differ, as discussed in further detail below.
- If the transition month between the manager's results and the strategy's results occurs in the middle of a quarter, that quarter or year will be shaded **blue** in the Investment Results and Portfolio Quarterly Returns sections of the profile and labeled Transition.

The manager exercises discretion in selecting securities for your account, but differences between the manager's prior gross results and the strategy's ongoing gross results may arise from variations in who executes the strategy or how it is implemented:

- Some managers may deliver a model portfolio to Morgan Stanley, which may ultimately be responsible for executing those investment decisions.
- In some cases, the manager may act as an "executing manager," which means it implements its investment decisions and transactions directly instead of delivering instructions to Morgan Stanley.
- The manager's prior performance results are based on accounts that do not participate in the Select UMA program, with investment and operational differences such as account size and/or level of customization.
- There may be other reasons why the performance results differ from those of individual Select UMA accounts managed in the same or a substantially similar investment strategy. For example, Morgan Stanley may deviate from strategy models when applying client-requested restrictions.

If you have any questions about any of the information included in this profile, please contact your Morgan Stanley team.

Past performance is not a guarantee of future results. Actual individual account results may differ from the performance shown in this profile. There is no guarantee that any investment strategy will achieve its intended results under all market conditions. Do not rely upon this profile as the sole basis for your investment decisions.

For MAPS Third Party Model Portfolios, 'Manager' illustrated performance is that of the Model Portfolio Provider.

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## Strategy Overview

Growth Equity's investment style uses a growth approach. The strategy seeks companies whose duration of growth is underappreciated by the market. Emphasis is placed on high-quality, above-average businesses with pricing power and free cash flow growth. From a high quality perspective, while there is no set of specific metrics we screen for, in identifying quality companies, our analysis looks to assess the level of sustainable returns, on-going free cash flow generation, balance sheet strength, competitive positioning, pricing power, sustainable growth prospects, along with business model scalability and recurring revenue, among other characteristics. We would look to complement these characteristics with a thorough valuation analysis, assessing how the companies create value over time, using valuation metrics that capture that value creation in order to appropriately assess a security's risk-adjusted reward.We believe:Fundamentals drive earnings and cash flow growth.Earnings and cash flow growth drive share price performance over the long term.Investors often underestimate the rate and/or duration of growth. The MFS Investment Management Large Cap Growth Strategy inception date is 08/01/1995. The date the Strategy became available in the Morgan Stanley Select UMA program was 03/18/2021.

## Target Portfolio Characteristics

| Description | Value |
|---|---|
| Number of security holdings: | 40 to 60 |
| P/E ratio: | Above the S&P 500 |
| Cash level over market cycle: | 0 to 5% |
| Risk (standard deviation): | Similar to the S&P 500 |
| Average turnover rate: | 20 to 50% |
| Use ADRs: | 0 to 5% |
| Capitalization: | Mega and Large companies |
| Eligible Investments: | Individual Stocks |

## Portfolio Manager Details [1]

| Manager Name | Term |
|---|---|
| Jonathan Sage | January 2005 - Present |
| Bradford Mak | June 2021 - Present |
| Laura Granger | March 2022 - Present |
| Timothy Dittmer | June 2025 - Present |

## Manager's Investment Process

• Idea Generation - The MFS global research platform is the foundation that supports all of the investment decisions that are made. The analysts develop and maintain their own models, visit with company management, interview competitors, suppliers, and customers in order to form an opinion on each company. Within the global sector framework, they also incorporate relevant data points gathered by other analysts to complete the overall investment picture. Ultimately, this process leads to a "buy," "hold" or "sell" rating for each company that they follow.
• Fundamental Research & Analysis - Two key assessments need to be made before a stock is considered for purchase:1.Fundamental analysis — Does the company possess the fundamentals and growth characteristics we look for?2.Valuation analysis — Is the stock attractive in terms of relevant measures of valuation? How do these valuations compare with the company's history, its peers, and the overall market?
• Portfolio Construction - Sector selection is a byproduct of MFS' bottom-up, fundamental research process. Position size is determined by the team's level of conviction about the idea and the liquidity and market capitalization of the company.
• Portfolio Optimization - MFS' quantitative team is involved in the portfolio optimization process. The Growth Private Portfolio modeling process involves the following models: universe definition, stock selection model, portfolio modeling, risk analysis, model iterations.
• Risk Management – Risk of the portfolio is analyzed on an ongoing basis at a Security, Portfolio, and Firm Level.

[1] For more information on Portfolio Managers, please refer to this manager's Form ADV www.morganstanley.com/wealth-investmentsolutions/advbrochures.

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## Portfolio Statistics

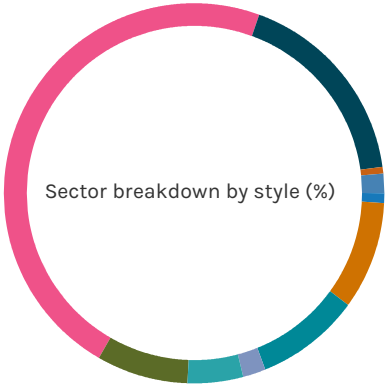
| | 09/25 | | 03/25 |
|---|---|---|---|
| | MFS | Index*** | MFS |
| Number of security holdings | 37 | 391 | 43 |
| Dividend Yield | 0.4% | 0.5% | 0.5% |
| Distribution Rate | — | — | — |
| Wtd avg P/E ratio [1] | 40.66x | 38.80x | 35.04x |
| Wtd avg portfolio beta | 0.94 | — | 0.94 |
| Giant capitalization | 85.3% | 84.3% | 77.5% |
| Large capitalization [+] | 14.7% | 14.3% | 22.5% |
| Medium capitalization [+] | 0.0% | 1.4% | 0.0% |
| Small capitalization [+] | 0.0% | 0.0% | 0.0% |
| Micro capitalization [+] | 0.0% | 0.0% | 0.0% |

## Portfolio's Top Five Security Holdings

| Product Name | Weight (%) |
|---|---|
| NVIDIA Corp | 14.3 |
| Microsoft Corp | 13.0 |
| Meta Platforms Inc Class A | 7.2 |
| Amazon.com Inc | 6.8 |
| Alphabet Inc Class A | 5.1 |

[1]The P/E used here is calculated by the harmonic mean.
[+]Total may not equal 100% due to rounding.
***Index : Russell 1000 Gr

## Portfolio's Equity Sector Weightings [+]




| | 09/25 | | 03/25 |
|---|---|---|---|
| Sector Breakdown | MFS | Index*** | MFS |
| Energy | 0.75 | 0.29 | 1.53 |
| Materials | 0.00 | 0.32 | 1.03 |
| Industrials | 9.21 | 5.91 | 8.18 |
| Consumer Discretionary | 8.97 | 13.20 | 10.98 |
| Consumer Staples | 2.00 | 2.42 | 1.89 |
| Health Care | 4.55 | 6.80 | 8.06 |
| Financials | 7.91 | 6.18 | 11.80 |
| Information Technology | 47.21 | 52.65 | 35.00 |
| Communication Services | 17.05 | 11.49 | 18.35 |
| Utilities | 0.00 | 0.31 | 0.93 |
| Real Estate/REITs | 0.83 | 0.44 | 0.86 |
| Cash/Cash Equivalents | 1.53 | 0.00 | 1.39 |

## Portfolio's Allocation History (%) [+]

| | 09/25 | 06/25 | 03/25 | 12/24 |
|---|---|---|---|---|
| U.S. Stocks | 94 | 93 | 97 | 96 |
| Non-U.S. Stocks | 2 | 4 | 0 | 0 |
| ADRs | 2 | 2 | 1 | 3 |
| Cash/Cash Equivalents | 2 | 1 | 1 | 1 |

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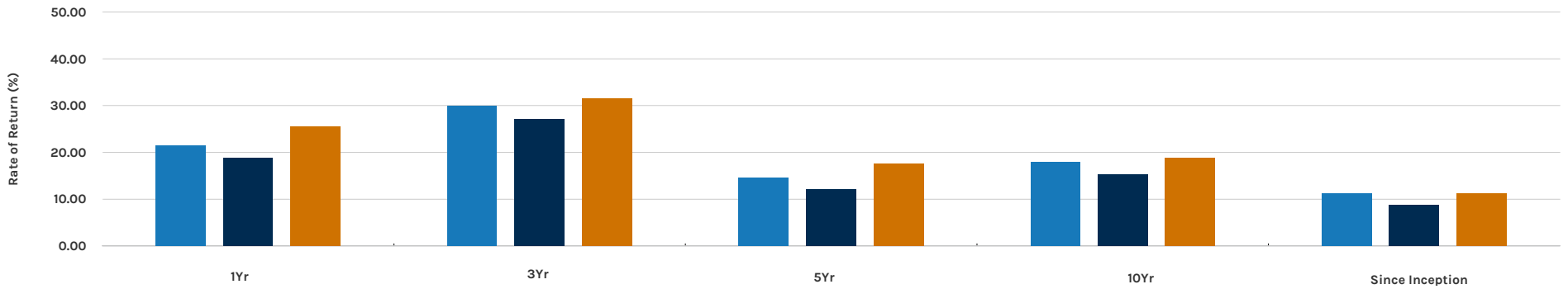
**Strategy Inception Date:** 08/1995 [2] **Morgan Stanley Composite Date:** 09/2022 [2]

## Average Annual Total Return (%) - Periods Ending 09/30/25




| | 1yr | 3yr | 5yr | 10yr | Inception |
|---|---|---|---|---|---|
| MFS (Gross) | 21.48 | 29.91 | 14.66 | 17.92 | 11.24 |
| MFS (Net) | 18.76 | 27.02 | 12.09 | 15.30 | 8.74 |
| Primary Benchmark | 25.53 | 31.61 | 17.57 | 18.83 | 11.25 |

## Calendar-Year Performance (%) [1]

| | 2024 | 2023 | 2022 | 2021 | 2020 | 2019 | 2018 | 2017 | 2016 | 2015 |
|---|---|---|---|---|---|---|---|---|---|---|
| MFS (Gross) | 33.30 | 36.58 | -30.18 | 25.16 | 29.69 | 39.12 | 4.50 | 32.78 | 3.03 | 9.40 |
| MFS (Net) | 30.27 | 33.57 | -31.79 | 22.44 | 26.88 | 36.10 | 2.15 | 29.89 | 0.69 | 6.99 |
| Primary Benchmark | 33.36 | 42.68 | -29.14 | 27.60 | 38.49 | 36.40 | -1.51 | 30.22 | 7.09 | 5.68 |

Manager Transition Select UMA

1. Russell 1000 Gr was used as the Primary Benchmark, the 90-Day T-Bills Index as the Risk-free Benchmark
2. For more information on these dates please see the Glossary of Terms section

## Portfolio's Quarterly Returns (%)

| | 2025 | 2024 | 2023 | 2022 | 2021 | 2020 | 2019 | 2018 | 2017 | 2016 | 2015 |
|---|---|---|---|---|---|---|---|---|---|---|---|
| **Quarter 1** | | | | | | | | | | | |
| Gross | -8.03 | 17.58 | 8.84 | -11.99 | 1.22 | -11.58 | 17.62 | 6.35 | 10.56 | -1.65 | 4.15 |
| Net | -8.57 | 16.94 | 8.26 | -12.54 | 0.63 | -12.06 | 17.00 | 5.79 | 9.96 | -2.24 | 3.54 |
| **Quarter 2** | | | | | | | | | | | |
| Gross | 19.03 | 7.11 | 12.87 | -19.33 | 12.78 | 23.96 | 6.86 | 7.03 | 7.10 | 2.17 | 0.48 |
| Net | 18.39 | 6.47 | 12.24 | -19.85 | 12.19 | 23.34 | 6.28 | 6.42 | 6.51 | 1.59 | -0.10 |
| **Quarter 3** | | | | | | | | | | | |
| Gross | 5.73 | 0.85 | -2.54 | -5.47 | 1.50 | 9.93 | 1.74 | 8.67 | 5.87 | 4.78 | -4.45 |
| Net | 5.14 | 0.27 | -3.09 | -5.96 | 0.94 | 9.34 | 1.17 | 8.07 | 5.28 | 4.21 | -4.97 |
| **Quarter 4** | | | | | | | | | | | |
| Gross | | 4.95 | 14.07 | 4.04 | 8.02 | 7.63 | 8.81 | -15.51 | 5.92 | -2.15 | 9.41 |
| Net | | 4.34 | 13.42 | 3.47 | 7.44 | 6.99 | 8.19 | -16.05 | 5.34 | -2.72 | 8.83 |

See important notes and disclosures pages for a discussion of the sources of the performance data used to calculate the performance results and related analyses shown above.

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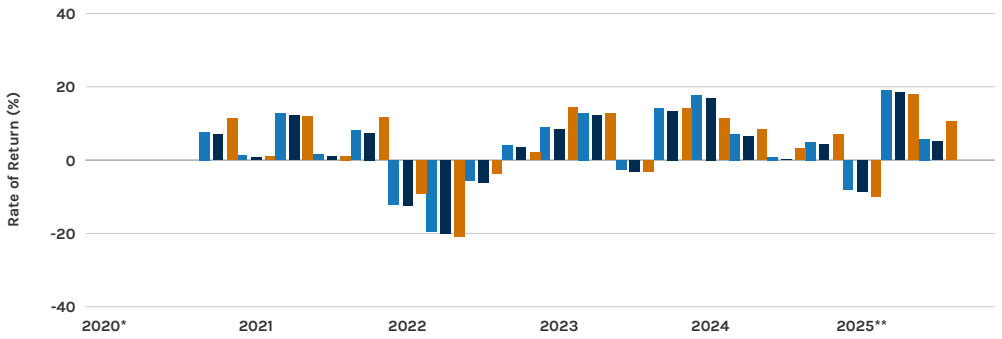
## Risk Considerations

Investing in securities entails risks, including: Equity portfolios are subject to the basic stock market risk that a particular security, or securities in general, may decrease in value. Equity securities' prices may fluctuate in response to specific situations for each company, industry, market conditions and general economic environment. Strategies that invest a large percentage of assets in only one industry sector (or in only a few sectors) are more vulnerable to price fluctuation than portfolios that diversify among a broad range of sectors. Growth investing does not guarantee a profit or eliminate risk. The stocks of these companies can have relatively high valuations. Because of these high valuations, an investment in a growth stock can be more risky than an investment in a company with more modest growth expectations. Value investing does not guarantee a profit or eliminate risk. Not all companies whose stocks are considered to be value stocks are able to turn their business around or successfully employ corrective strategies which would result in stock prices that do not rise as initially expected. When investing in value securities, the market may not necessarily have the same value assessment as the manager, and, therefore, the performance of the securities may decline. Value investing involves the risk that the market may not recognize that securities are undervalued and they may not appreciate as anticipated. Companies paying dividends can reduce or cut payouts at any time. If a strategy expects to hold a concentrated portfolio of a limited number of securities, it should be noted that a decline in the value of these investments would cause the portfolio's overall value to decline to a greater degree than that of a less concentrated portfolio. To the extent that this manager employs ESG practices, ESG investments in a portfolio may experience performance that is lower or higher than a portfolio not employing such practices. Please refer to the Disclosure section for additional ESG considerations. To the extent this manager invests in international securities, investors should consider that investing in foreign markets entails greater risks than those normally associated with domestic markets such as foreign political, currency, economic and market risks. These risks are magnified in countries with emerging markets, since these countries may have relatively unstable governments and less established markets and economics.

## Portfolio's Risk Statistics - Periods Ending 09/30/25 [1,2]

| | 3 Year | 5 Year |
|---|---|---|
| Standard Deviation | 16.11% | 19.66% |
| Standard Deviation of Primary Benchmark | 16.14% | 19.95% |
| Sharpe Ratio | 1.55 | 0.59 |
| Sharpe Ratio of Primary Benchmark | 1.65 | 0.73 |
| Alpha | 0.54% | -1.79% |
| Beta | 0.92 | 0.94 |
| Downside Risk | 4.85% | 4.68% |
| R-Squared | 0.85 | 0.92 |
| Tracking Error | 6.33% | 5.53% |
| Information Ratio | -0.27 | -0.53 |

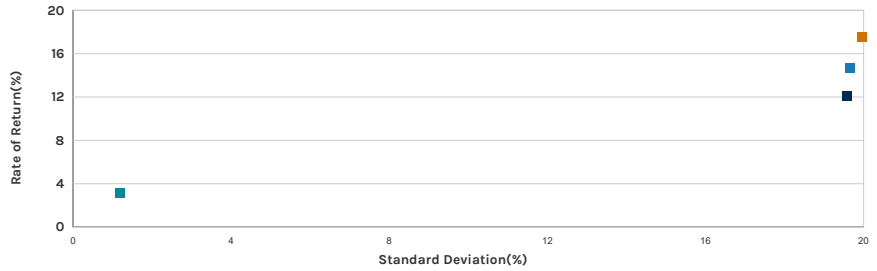
## Rate of Return (%) [2]




*10/01/20-12/31/20 **01/01/25-09/30/25

1. Statistics are calculated using gross of fee performance only.
2. Russell 1000 Gr was used as the Primary Benchmark, the 90-Day T-Bills Index as the Risk-free Benchmark

## Risk/Return Analysis [2] - 5 Years Ending 09/30/25




| | STD | ROR |
|---|---|---|
| MFS (Gross) | 19.66 | 14.66 |
| MFS (Net) | 19.58 | 12.09 |
| Primary Benchmark | 19.95 | 17.57 |
| Risk-free Benchmark | 1.18 | 3.10 |

# Important Notes and Disclosures

**Composite Disclosures**

**The disclosures provided below apply to performance information in this profile, if any. Past performance is not a guarantee of future results. Actual individual account results may differ from the performance shown in this profile. There is no guarantee that this investment strategy will achieve its intended results under all market conditions. Do not rely upon this profile as the sole basis for your investment decisions.**

Returns for more than one calendar year are annualized and based on quarterly data. Returns for periods of less than a calendar year show the total return for the period and are not annualized. No representation is being made that any portfolio will or is likely to achieve profits or losses similar to those shown. Returns will fluctuate and an investment upon redemption may be worth more or less than its original value. All returns, even those for tax efficient strategies, are shown pre-tax.

**Sources of Performance Results and Other Data:** The performance data and certain other information for this strategy (including the data on page 1 of this profile) may include one or more of the following: (i) the performance results of a composite of Morgan Stanley accounts managed by the third party investment manager, (ii) the performance results for accounts and investment products managed by the third party investment manager, in the same or a substantially similar investment strategy outside of the applicable Morgan Stanley program, and/or (iii) in the case of Model Portfolio Strategies, the Model Portfolio Provider's results in managing accounts outside of the Morgan Stanley Select UMA program prior to Model Portfolio Strategy's inception in the Morgan Stanley Select UMA program . For periods through June 2012, the Fiduciary Services program operated through two channels the Morgan Stanley channel and the Smith Barney channel and any performance and other data relating to Fiduciary Services accounts shown here for these periods is calculated using accounts in only one of these channels.) Please note that the Fiduciary Services program was closed on January 2, 2018. Although the Fiduciary Services and Select UMA programs are both Morgan Stanley managed account programs, the performance results and other features of similar investment strategies in the two programs may differ due to investment and operational differences. Performance in one program is not indicative of potential performance in the other. For example, the individual investment strategies in Select UMA program accounts may contain fewer securities, which would lead to a more concentrated portfolio. The automatic rebalancing, wash sale loss and tax harvesting features of the Select UMA program, which are not available in Fiduciary Services, also could cause differences in performance. In addition, any performance results included in this profile that are based on a third party investment manager's accounts that are not part of the Morgan Stanley program accounts or institutional accounts that are part of the Model Portfolio strategy may differ due to investment and operational differences as well. As such, performance results of the third party investment manager's composites and the third party Model Portfolio Strategies may differ from those of Select UMA accounts managed in the same or a substantially similar investment strategy. For example, in the case of Model Portfolio Strategies, Morgan Stanley, as the investment manager, may deviate from the Third Party Model Portfolios.

**Manager Performance:**

MFS Investment Management® claims compliance with the Global Investment Performance Standards (GIPS®) and has prepared and presented this report in compliance with the GIPS standards. MFS Investment Management® has been independently verified for the periods 1-Jan-1988 through 31-Dec-2018. Verification assesses whether (1) the firm has complied with all the composite construction requirements of the GIPS standards on a firm-wide basis and (2) the firm's policies and procedures are designed to calculate and present performance in compliance with the GIPS standards. Verification does not ensure the accuracy of any specific composite presentation.

Total PPM Gross-of-fee returns (includes both capital appreciation and income) are in USD terms and before fees and expenses both direct and indirect with the exception of non-wrap type accounts managed in a similar style during the period 1-Aug-1995 through 30-Sep-2008. These accounts had gross performance calculated after payment of fees on transactions. On 1-Oct-2008, these accounts were removed from the composite. Retail funds and certain sub-advised accounts are subject to Fair Valuation as conditions warrant. Typical separate accounts utilize WM/Reuters 4:00 PM (London Time) foreign exchange rates; retail products will use rates deemed most appropriate for daily NAV per share calculations. The possibility exists for performance dispersion between otherwise similarly managed accounts and also with the benchmark. Management fees for this product style are described in full in Form ADV Part II which is available upon request.

Net composite returns are prepared by subtracting from the monthly gross returns one-twelfth of the maximum applicable annual wrap fee.

**Morgan Stanley Performance:**

The composite consists of **314** account(s) with a market value of **$67.2 million** as of **09/30/2025**.

In this profile, the performance from September 1, 2022 through July 31, 2023, consists of single strategy Select UMA accounts managed by the investment manager in this strategy, subject to any other limitations stated in this profile. Beginning August 1, 2023, performance composite returns consist of single strategy accounts and/or Investment Products managed by the investment manager in this strategy in multi-style Select UMA accounts, subject to any other limitations stated in this profile. All fee-paying portfolios, except those accounts with investment restrictions, accounts that participate in tax management services, or single style Select UMA accounts enrolled in dollar cost averaging, are included in Morgan Stanley's calculation of the performance composite. New accounts within select Managed Advisory Portfolio Solutions (MAPS) strategies are included in a composite, beginning with the second full calendar month of performance. New accounts in the remaining Select UMA strategies are included in a composite, beginning with the third full calendar month of performance. Terminated accounts are removed from a composite in the month in which they terminate (but prior performance of terminated accounts is retained). Performance is calculated on a total return basis and by asset weighting the individual portfolio returns using the beginning of period values.

**Gross Performance:** MFS's gross results do not reflect a deduction of any investment advisory fees or program fees, charged by MFS or Morgan Stanley, but are net of commissions charged on securities transactions.

**Net Performance for all Periods:** Prior to January 1st, 2025, net performance results reflect a deduction from gross performance of two fees: 0.50% maximum quarterly (2.0% maximum annual) MS Advisory Fee plus the quarterly SMA Manager Fee currently charged by this investment manager to clients for managing their assets in this strategy in the Select UMA program. The SMA Manager Fees range from 0% to 0.1875% per quarter (0% to 0.75% per year) and may differ from manager to manager, and from investment return details in this profile. Beginning January 1st 2025, net performance results reflect the deduction of the same MS Advisory Fee and the SMA Manager Fee on a monthly basis (0.1666% and range of 0% to 0.0625%, respectively). The frequency of the deduction of fees is expected to have an impact to the net returns over time. Historical net returns reflect the deduction of (1) the 2.0% maximum annual MS Advisory Fee, which was established on October 1, 2018 and (2) the current SMA Manager Fee, which may not necessarily be the SMA Manager Fee in place throughout this time period. The Morgan Stanley Advisory fee, which differs among programs and clients, is described in the applicable Morgan Stanley ADV brochure, which is available at www.morganstanley.com/ADV or on request from your Financial Advisor. Morgan Stanley Advisory fees are typically calculated and deducted on a monthly basis, which affect performance as described above.

**Focus List, Approved List, and Watch Status:**

Global Investment Manager Analysis ("GIMA") uses two methods to evaluate investment products in applicable advisory programs. In general, strategies that have passed a more thorough evaluation may be placed on the "Focus List", while strategies that have passed through a different and less comprehensive evaluation process may be placed on the "Approved List". Sometimes an investment product may be evaluated using the Focus List process but then placed on the Approved List instead of the Focus List.

Investment products may move from the Focus List to the Approved List, or vice versa. GIMA may also determine that an investment product no longer meets the criteria under either evaluation process and will no longer be recommended in investment advisory programs (in which case the investment product is given a "Not Approved" status).

GIMA has a "Watch" policy and may describe a Focus List or Approved List investment product as being on "Watch" if GIMA identifies specific areas that (a) merit further evaluation by GIMA and (b) may, but are not certain to, result in the investment product becoming "Not Approved". The Watch period depends on the length of time needed for GIMA to conduct its evaluation and for the investment manager to address any concerns. GIMA may, but is not obligated to, note the Watch status in this report with a "W" or "Watch" on the cover page.

For more information on the Focus List, Approved List, and Watch processes, please see the applicable Morgan Stanley ADV brochure (www.ms.com/adv). Your Financial Advisor or Private Wealth Advisor can provide on request a copy of a paper entitled "GIMA: At A Glance ".

**Additional Disclosures**

Actual account holdings, performance and other data will vary depending on the size of an account, cash flows within an account, and restrictions on an account. Holdings are subject to change daily. The information in this profile is not a recommendation to buy, hold or sell securities.

Actual portfolio statistics may vary from target portfolio characteristics.

If this strategy includes eligible mutual funds or exchange traded funds in addition to individual stocks or bonds, the portfolio characteristics within this profile reflect the funds' underlying holdings.

The Top Five Portfolio Holdings listed herein are provided for informational purposes only and should not be deemed to be a recommendation to purchase or sell the securities mentioned. Portfolio characteristics in this profile are based on an allocation weight in the strategy model. There are no guarantees that any of the securities mentioned will be held in a client's account. It should not be assumed that the securities transactions or holdings discussed were or will prove to be profitable.

The Model Portfolio Provider or Investment Manager may use the same or substantially similar investment strategies, and may hold similar portfolios of investments, in other portfolios or products it manages (including mutual funds). These may be available at Morgan Stanley or elsewhere, and may cost an investor more or less than this strategy in Morgan Stanley's Select UMA program.

Generally, investment advisory accounts are subject to an annual asset-based fee (the "Fee") which is payable monthly in advance (some account types may be billed differently). In general, the Fee covers Morgan Stanley investment advisory services, custody of securities with Morgan Stanley, trade execution with or through Morgan Stanley or its affiliates, as well as compensation to any Morgan Stanley Financial Advisor. In addition, each account that is invested in a program that is eligible to purchase certain investment products, such as mutual funds, will also pay a Platform Fee (which is subject to a Platform Fee offset) as described in the applicable ADV brochure. Accounts invested in the Select UMA program may also pay a separate Sub-Manager fee, if applicable. If your account is invested in mutual funds or exchange traded funds (collectively "funds"), you will pay the fees and expenses of any funds in which your account is invested. Fees and expenses are charged directly to the pool of assets the fund invests in and are reflected in each fund's share price. These fees and expenses are an additional cost to you and would not be included in the Fee amount in your account statements. The advisory program you choose is described in the applicable Morgan Stanley Smith Barney LLC ADV Brochure, available at www.morganstanley.com/ADV.

Morgan Stanley or Executing Sub-Managers, as applicable, in some of Morgan Stanley's Separately Managed Account ("SMA") programs may affect transactions through broker-dealers other than Morgan Stanley or our affiliates. In such instance, you may be assessed additional costs by the other firm in addition to the Morgan Stanley and Sub-Manager fees. Those costs will be included in the net price of the security, not separately reported on trade confirmations or account statements. Certain sub-managers have historically directed most, if not all, of their trades to outside firms. Information provided by sub-managers concerning trade execution away from Morgan Stanley is summarized at: www.morganstanley.com/wealth/investmentsolutions/pdfs/adv/sotresponse.pdf. For more information on trading and costs, please refer to the ADV Brochure for your program(s), available at www.morganstanley.com/ADV, or contact your Financial Advisor/Private Wealth Advisor.

Morgan Stanley investment advisory programs may require a minimum asset level and, depending on your specific investment objectives and financial position, may not be suitable for you. Investment advisory program accounts are opened pursuant to a written client agreement.

Consulting Group's unified managed account program, Select UMA, allows Financial Advisors to combine separately managed accounts (SMAs), mutual funds and exchange-traded funds (ETFs) within a single investment advisory account for clients.

Certain SMA strategies, ETFs and Mutual Funds that are sponsored, managed or sub advised by, or receive other services from, MSSB or our affiliates, including but not limited to Morgan Stanley Investment Management ("MSIM") and Eaton Vance Management ("EVM"), Boston Management and Research, Calvert Research and Management, Atlanta Capital Management Company and Parametric Portfolio Associates, may be included in a client's account. Morgan Stanley Global Investment Manager Analysis ("GIMA") evaluates certain investment products for the purposes of some but not all of Morgan Stanley Smith Barney LLC's investment advisory programs. Please see the applicable Form ADV, which can be accessed at www.morganstanley.com/adv, for information about affiliated investment products that are not reviewed or evaluated by GIMA, as well as additional disclosures and conflicts of interest applicable to affiliated products, that could be included in a strategy.

Diversification does not guarantee a profit or protect against a loss.

*No obligation to notify*

Morgan Stanley has no obligation to notify you when information in this profile changes.

*Sources of information*

Material in this profile has been obtained from sources that we believe to be reliable, including but not limited to the third party investment manager and third party data providers, but we do not guarantee its accuracy, completeness or timeliness. Third party data providers make no warranties or representations relating to the accuracy, completeness or timeliness of the data they provide and are not liable for any damages relating to this data.

*No tax advice*

Morgan Stanley and its affiliates do not render advice on legal, tax and/or tax accounting matters to clients. Each client should consult his/her personal tax and/or legal advisor to learn about any potential tax or other implications that may result from acting on a particular recommendation.

*Not an ERISA fiduciary*

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**Environmental, Social and Governance ("ESG") investments in a portfolio may experience performance that is lower or higher than a portfolio not employing such practices. Portfolios with ESG restrictions and strategies as well as ESG investments may not be able to take advantage of the same opportunities or market trends as portfolios where ESG criteria is not applied. There are inconsistent ESG definitions and criteria within the industry, as well as multiple ESG ratings providers that provide ESG ratings of the same subject companies and/or securities that vary among the providers. Certain issuers of investments may have differing and inconsistent views concerning ESG criteria where the ESG claims made in offering documents or other literature may overstate ESG impact. ESG designations are as of the date of this material, and no assurance is provided that the underlying assets have maintained or will maintain and such designation or any stated ESG compliance. As a result, it is difficult to compare ESG investment products or to evaluate an ESG investment product in comparison to one that does not focus on ESG. Investors should also independently consider whether the ESG investment product meets their own ESG objectives or criteria.**

**There is no assurance that an ESG investing strategy or techniques employed will be successful. Past performance is not a guarantee or a dependable measure of future results.**

An investment in an exchange-traded fund involves risks similar to those of investing in a portfolio of equity securities traded on exchange in the relevant securities market, such as market fluctuations caused by such factors as economic and political developments, changes in interest rates and perceived trends in stock prices. The investment return and principal value of ETF investments will fluctuate, so that an investor's ETF shares, if or when sold, may be worth more or less than the original cost. There is no assurance that the fund will achieve its investment objective. The fund is subject to investment risks, including possible loss of principal invested.

The portfolio characteristics listed in this profile, including but not limited to yield and distribution rate, are displayed without the deduction of fees or expenses.

Asset allocation, diversification and rebalancing do not assure a profit or protect against loss. There may be a potential tax implication with a rebalancing strategy. Please consult your tax advisor before implementing such a strategy.

**Index Descriptions**

**90-Day T-Bills**

The 90-Day Treasury Bill is a short-term obligation issued by the United States government. T-bills are purchased at a discount to the full face value, and the investor receives the full value when they mature. The difference of discount is the interested earned. T-bills are issued in denominations of $10,000 auction and $1,000 increments thereafter.

**Russell 1000 Gr**

The Russell 1000® Growth Index measures the performance of the largecap growth segment of the US equity universe. It includes those Russell 1000 companies with relatively higher price-to-book ratios, higher I/B/E/S forecast medium term (2 year) growth and higher sales per share historical growth (5 years). The Russell 1000® Growth Index is constructed to provide a comprehensive and unbiased barometer for the large-cap growth segment. The index is completely reconstituted annually to ensure new and growing equities are included and that the represented companies continue to reflect growth characteristics.

**S&P 500**

The S&P 500® is widely regarded as the best single gauge of large-cap U.S. equities. The index includes 500 leading companies and covers approximately 80% of available market capitalization.

**Indices are unmanaged and have no expenses. You cannot invest directly in an index. Depending on your account holdings and investment objectives, indices included may not be an appropriate measure for comparison purposes and are presented for illustration only. The strategy shown does not necessarily seek to track the index, may not be restricted to securities in the index and may be more volatile than the index. The benchmark presented may differ from the benchmark assigned by the manager.**

**Glossary Of Terms**

**Alpha** is a mathematical estimate of risk-adjusted return expected from a portfolio above and beyond the benchmark return at any point in time.

**American Depositary Receipts (ADRs)** are receipts for shares of a foreign-based corporation held in the vault of a U.S. bank.

**Average Portfolio Beta** is a measure of the sensitivity of a benchmark or portfolio's rates of return to changes against a market return. The market return is the S&P 500 Index. It is the coefficient measuring a stock or a portfolio's relative volatility.

**Beta** is a measure of the sensitivity of a portfolio's rates of return to changes in the market return. It is the coefficient measuring a stock or a portfolio's relative volatility.

**Bond Discount** is the amount by which the market price of a bond is lower than its principal amount due at maturity.

**Bottom-Up Stock Selection** Emphasis primarily on individual stock selection. Considerations of economic and industry factors are of secondary importance in the investment decision-making process.

**Call Protection** is a feature of some bonds that prohibits the issuer from buying it back for a specified period of time. The period during which the bond is protected is known as the deferment period. Bonds with call protection are sometimes referred to as deferred callable bonds.

**Coupon-Interest Payment** is received by a bondholder from the date of issuance until the date of maturity of a bond.

**Credit Quality** is a measure of a bond issuer's creditworthiness, or ability to repay interest and principal to bondholders in a timely manner.

**Distribution Rate** is defined as the most recent distribution paid, annualized, and then divided by the current market price. Distribution rate may consist of investment income, short-term capital gains, long-term capital gains, and /or returns of capital.

**Dividend** a portion of a company's profit paid to common and preferred shareholders.

**Dividend Yield** annual dividend per share divided by price per share. Dividend Yield for the portfolio is a weighted average of the results for the individual stocks in the portfolio.

**Downside Risk** is a measure of the risk associated with achieving a specific target return. This statistic separates portfolio volatility into downside risk and upside uncertainty. The downside considers all returns below the target return, while the upside considers all returns equal to or above the target return.

**Duration** is a measure of price sensitivity expressed in years.

**Exchange-Traded Funds (ETFs)** are a form of a security seeking to maintain continued full exposure to broad markets or segments of markets.

**High Grade Corporate Bonds** corporate bonds from issuers with credit ratings of AA or AAA.

**Information Ratio** is a measure of the investment manager's skill to add active value against a given benchmark relative to how stable that active return has been. Essentially, the information ratio explains how significant a manager's alpha is. Therefore, the higher the information ratio, the more significant the alpha.

**Investment Grade Bonds** are those rated by Standard & Poor's AAA (highest rated), AA, A or BBB (or equivalent rating by other rating agencies or, in the case of securities not rated, by the investment manager).

**Market Capitalization** applicable to equity and balanced strategies, classifies a stock as giant, large, mid, small, and micro based on its position in the cumulative capitalization of its style zone (which is the world equity market region that includes the stock's country of domicile). Giant-cap stocks are those that together account for the top 40% of the capitalization of each style zone; large-cap stocks represent the next 30%; mid-cap stocks represent the next 20%; small-cap stocks represent the next 7%; and micro-cap stocks represent the remaining 3% balance.

**Morgan Stanley Composite Start Date** is the date when Morgan Stanley began to calculate the composite performance of the strategy using qualifying advisory accounts.

**Preferred/Hybrid Securities** are stocks that evidence ownership in a corporation and pay a fixed or variable stream of dividends. Preferred stocks have a preference over common stocks in the event of the liquidation of an issuer and usually do not carry voting rights. Preferred stocks have many of the characteristics of both equity securities and fixed-income securities.

**Premium Bond** is a bond trading higher than the face value of the bond.

**Program Inception Date** is the date that the strategy was launched in the Select UMA program.

**Price/Book Ratio (P/B)** weighted average of the stocks' price divided by book value per share. Book value per share is defined as common equity, including intangibles, divided by shares outstanding times the adjustment factor.

**Price/Cash Flow Ratio** a ratio used to compare a company's market value to its cash flow. It is calculated by dividing the company's market cap by the company' operating cash flow in the most recent fiscal year (or the most recent four fiscal quarters); or, equivalently, divide the per-share stock price by the per-share operating cash flow.

**Price/Earnings Ratio (P/E Ratio**) shows the multiple of earnings at which a stock sells. Determined by dividing current stock price by current earnings per share (adjusted for stock splits). Earnings per share for the P/E ratio are determined by dividing earnings for past 12 months by the number of common shares outstanding. The P/E ratio shown here is calculated by the harmonic mean.

**Price/Sales Ratio** determined by dividing current stock price by revenue per share (adjusted for stock splits). Revenue per share for the P/S ratio is determined by dividing revenue for past 12 months by number of shares outstanding.

**R2 (R-Squared)/Portfolio Diversification** indicates the proportion of a security's total variance that is benchmark-related or is explained by variations in the benchmark.

**Sharpe Ratio** measures the efficiency, or excess return per unit of volatility, of a manager's returns. It evaluates managers' performance on a volatility-adjusted basis.

**Standard Deviation** is a statistical measure of historical variability or spread of returns around a mathematical average return that was produced by the investment manager over a given measurement period. The higher the standard deviation, the greater the variability in the investment manager's returns relative to its average return.

**Strategy Inception Date** is the date that the Manager started to calculate the performance of the strategy.

**Top-Down/Economic Analysis** Emphasis primarily on macroeconomic trends as opposed to bottom-up stock selection.

**Tracking Error** represents the standard deviation of the difference between the performance of the investment strategy and the benchmark. This provides a historical measure of the variability of the investment strategy's returns relative to its benchmark.

**U.S. Treasury Bonds** a marketable, fixed interest U.S. government debt security with a maturity of more than 10 years. Treasury bonds make interest payments semi-annually and the income that holders receive is only taxed at the federal level.

**Volatility** a measure of risk based on the standard deviation of the asset return. Volatility is a variable that appears in option pricing formulas, where it denotes the volatility of the underlying asset return from now to the expiration of the option. There are volatility indexes. Such as a scale of 1-9; a higher rating means higher risk.

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