



Information Circular: BRIDGES

To: Head Traders, Technical Contacts, Compliance Officers, Head of ETF Trading, Structured Products Traders

From: William Slattery, Director, NASDAQ Listing Qualifications Department

DATE: February 27, 2007 (**Updated March 29, 2007**)

The NASDAQ Stock Market LLC ("NASDAQ") began operating as a national securities exchange for trading non-NASDAQ listed securities on February 12, 2007. As a result, certain Morgan Stanley Broad Index Guarded Equity-Linked Securities ("BRIDGES") that have previously traded through our systems on an over-the-counter basis are being traded by NASDAQ as an exchange on an unlisted trading privileges (UTP) basis for the first time. See Appendix A for a listing of select BRIDGES that commenced trading on NASDAQ on a UTP basis on February 12, 2007.

Appendix A contains links to information circulars regarding the BRIDGES prepared by their listing market, The American Stock Exchange. NASDAQ members should consult these information circulars, which contain important information about the characteristics of the BRIDGES and the principal risks of an investment in the BRIDGES.

Trading in the BRIDGES on NASDAQ is subject to [NASDAQ equity trading rules](#). The BRIDGES will trade from 7:00 a.m. until 8:00 p.m. SEC Rule 10a-1 (the SEC short sale rule) applies to trading in the BRIDGES.

Trading of BRIDGES on NASDAQ is subject to the provisions of [NASDAQ Rule 2310](#). Members recommending transactions in BRIDGES to customers should make a determination that the recommendation is suitable for the customer. In addition, members must possess sufficient information to satisfy the "know your customer" obligation that is embedded in the NASDAQ Conduct Rules.

Members also should review [NASD Notice to Members 03-71](#) for guidance on trading these products. The Notice reminds members of their obligations to: (1) conduct adequate due diligence to understand the features of the product; (2) perform a reasonable-basis suitability analysis; (3) perform customer-specific suitability analysis in connection with any recommended transactions; (4) provide a balanced disclosure of both the risks and rewards associated with the particular product, especially when selling to retail investors; (5) implement appropriate internal controls; and (6) train registered persons regarding the features, risk and suitability of these products.

This Information Circular is not a statutory prospectus. NASDAQ members should consult the registration statement or prospectus for the BRIDGES for additional information.

Inquiries regarding this Information Circular should be directed to:

- Will Slattery, Director, NASDAQ Listing Qualifications, at 301.978.8088
- NASDAQ Office of General Counsel at 301.978.8400
- NASDAQ Market Sales at 800.846.0477

Appendix A – BRIDGES

Index-Linked Notes	Symbol	CUSIP Number
BRIDGES based upon value of common stock of ten companies, due March 30, 2009	TPA	61744Y199
Dow Jones EURO STOXX 50 Index BRIDGES , due December 30, 2009	DBX	61748A874
BRIDGES based upon value of common stock of fifteen aerospace and defense companies, due December 30, 2009	DFB	61744Y249
BRIDGES based on the value of the Amex Pharmaceutical Index, due December 30, 2008	DRU	61744Y322
BRIDGES based on the value of fifteen financial services stocks, due August 30, 2009	MBK	61748A122
BRIDGES based on the value of the Dow Jones Industrial Average, due June 30, 2009	BGD	61744Y264
BRIDGES Based on the value of common stock of fifteen companies in the oil industry, due June 15, 2010	BOI	61748A114
BRIDGES based on the value of Russell 2000 Index, due December 30, 2008	RBG	61744Y348
BRIDGES based on the value of S&P Midcap 400 Index, due July 30, 2009	MCB	61744Y132
BRIDGES based on the	TPS	61744Y280

value of common stock
of ten companies, due
February 28, 2009

[BRIDGES](#) based on the
value of the
S&P 500 Index, due
August 30, 2008

BRD

61744Y363