

## Eurozone Banks Kick Out Bond

### Broker Training Guide

**Warning: This document is a Training Guide for Financial Broker firms and should not be provided to any potential investors.**

#### 1. Summary of Key Features

- The Eurozone Banks Kick Out Bond (the Bond) is an innovative new Investment Solution designed for investors who wish to invest in a Structured Retail Product that offers **attractive potential investment returns** linked to the performance of **a Stock Market Index**; and for investors seeking **a risk-reducing mechanism to provide a degree of protection from normal stock market risk**. The Bond is suitable as part of the process of constructing a genuinely diversified investment portfolio.
- The **Underlying Investment** of the Bond is the **EuroStoxx Banks Index** (the Index).
- Investors benefit from a **Soft Capital Protection** feature provided by **Morgan Stanley (A-/A1/A+)**. **Capital is Protected** unless the Index **falls by 30% or more** at the end of the term. If the Index has fallen by 30% or more at the Final Valuation Date, investors will receive the performance of Index at the Final Valuation Date, no matter how much it has fallen.
- Investors in the Bond have their **Capital at Risk**. This means that you may lose some or all of the capital invested in this Bond. Broker Solutions considers the Bond to have a **Summary Risk Indicator of 6** on its risk scale.



- Kick Out Feature:** The **Potential Return is 6.2% after 1 year**. If the Index is at or **above 90% of its initial level** (i.e. has risen, or not fallen by more than 10%), investors will receive back their initial capital and a return of 6.2%. If not, but the Index is at or above 90% of its initial level after 18 months, investors will receive back their initial capital and a return of 9.3%. This process continues every 6 months thereafter (with the return increasing by 3.1%) until the Index is at or above 90% of its initial level or until Maturity.
- The **Term is 5 years**.
- The **Maximum Investment Return** is **31%**.
- The Bond will be **listed on the Luxembourg Stock Exchange**.
- Daily liquidity** will be provided to investors that wish to sell the Bond prior to maturity under normal market conditions and at the discretion of Morgan Stanley & Co International plc
- The **Minimum Investment** in the Bond is **€25,000**.
- The **Closing Date for applications** is **27 June 2025** (or earlier if fully subscribed).
- Taxation:** Our understanding is that the potential returns will be subject to **Capital Gains Tax** in the case of **Personal Investors** and **Exempt from taxation** in the case of **Pension and Post Retirement Investors**.

**Warning: All of the terms outlined in this document are indicative and subject to change. The final terms will not be known until 9 July 2025. Your Financial Broker will confirm the final terms in the Confirmation Certificate issued shortly after the Issue Date on 16 July 2025. If the terms of the Bond have changed significantly on 9 July 2025, your Financial Broker will contact you again requesting a new instruction to proceed with the investment.**

**Warning: If you invest in this Bond you may lose some or all of the money you invest.**

**Warning: Deductions for costs and charges are not made uniformly throughout the life of the product, but are loaded disproportionately onto the early period. If an investor sells the Bond prior to the end of the 5 year term, the practice of front-end loading will impact on the amount of money that the investor receives. The investor may not get back the full amount they invested.**

**Disclaimer: This document has not been reviewed, approved or otherwise endorsed by Morgan Stanley or any of its affiliates and Morgan Stanley accepts no responsibility in relation to the accuracy, completeness or adequacy of the information included herein. Nothing in this document should be considered to be a representation or warranty by Morgan Stanley to any person, including without limitation, any potential investor and any member of the public, regarding whether investing in the Bond described herein is suitable or advisable for such person.**

## **2. Description of the Bond**

The Bond is an innovative new Investment Solution designed for investors who wish to invest in a Structured Retail Product that offers attractive potential investment returns linked to the performance of a Stock Market Index; and for investors seeking a risk-reducing mechanism to provide a degree of protection from normal stock market risk. The Bond is suitable as part of the process of constructing a genuinely diversified investment portfolio.

The Bond is in the form of a Note issued under Morgan Stanley BV's Note Programme issued by way of Final Terms. The Issuer's Base Prospectus dated 12 July 2024 and any supplements thereto, as completed by Final Terms (the Base Prospectus) provides the complete terms and conditions of the Notes. A copy of the Base Prospectus is available from your Financial Broker on request.

This Bond is in the form of a Note involving derivatives and is therefore a complex product. Investors should not invest in this Bond without having sufficient knowledge, experience and/or without having received professional advice from your Financial Broker to make a meaningful evaluation of the merits and risks of investing in a product of this type, and the information contained in this document and the Base Prospectus.

### **2.1 Investment Rationale**

The investment rationale for investing in the Bond and in this Index can be summarised as follows:-

- Kick Out Feature: Potential 6.2% return each year and early maturity if the Index is at or above 90% of its initial level (i.e. has risen, or not fallen by more than 10%).
- Memory Feature: If any potential return is missed, it can be caught up if the conditional return level (at or above 90% of its initial level) is exceeded at the end of any subsequent 6 month period.
- Investing in the Eurozone
- Investing in equities as a Long Term Investment and investing in the EuroStoxx Banks Index

#### ***Equities as a long term investment***

Although investing in equities involves a degree of investment risk and there will be volatile periods along the way, in the long term, equities tend to outperform other assets like bonds, property, cash etc. By adopting a medium term approach, equity investors can mitigate the risks and short term

volatility associated with stock market investment while benefiting from the long term capital growth potential that stock markets can provide.

Stock Market Indices provide a broad representative portfolio of investments in multiple companies or shares. Indexes are often used as benchmarks to gauge the movement and performance of market segments (Eurozone banks in this case) or geographic regions. Investors generally use indexes as a basis for diverse or passive investing. The EuroStoxx Banks Index is an Index of Eurozone bank shares.

### ***EuroStoxx Banks Index***

The EuroStoxx Banks Index is an Index of the 50 largest bank stocks in the Eurozone.

The Stoxx Supersector Indices track supersectors of the relevant benchmark index. There are 20 supersectors according to the Industry Classification Benchmark (ICB) and companies are categorised according to their primary source of revenue. One of the supersectors identified by Stoxx is Banks.

Source: <https://stoxx.com/index/sx7e/> (April 2025)

**Warning: The Index is a Price Return Index. Dividends or income distributed by the Index constituents will not be re-invested in this Index nor distributed to investors.**

### ***Index Top 10 Holdings***

The top 10 holdings in the Index are as follows:

Company	Supersector	Country	Weight
BCO SANTANDER	Banks	Spain	11.974%
UNICREDIT	Banks	Italy	10.149%
BNP PARIBAS	Banks	France	10.138%
BCO BILBAO VIZCAYA ARGENTARIA	Banks	Spain	8.885%
INTESA SANPAOLO	Banks	Italy	8.751%
ING GRP	Banks	Netherlands	6.845%
DEUTSCHE BANK	Banks	Germany	5.723%
NORDEA BANK	Banks	Finland	5.161%
GRP SOCIETE GENERALE	Banks	France	4.665%
CAIXABANK	Banks	Spain	3.134%

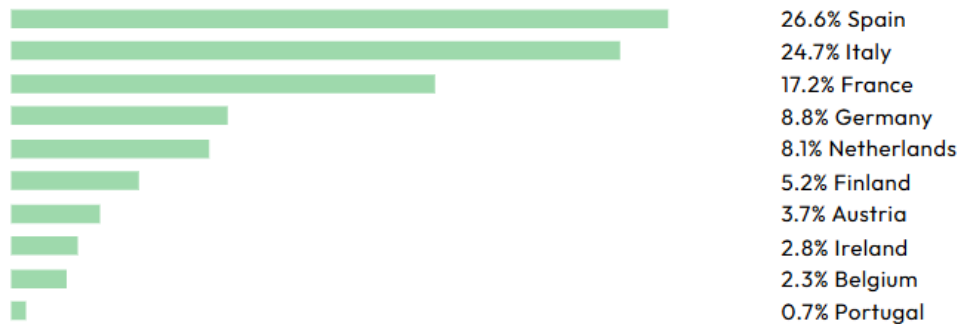
<sup>3</sup>Net dividend yield is calculated as net return index return minus price index return

<sup>4</sup>Based on the composition as of April 30, 2025

Source: <https://stoxx.com/index/sx7e/?factsheet=true> (April 2025)

## Country Weighting

The country weightings in the Index are as follows:



Source: <https://stoxx.com/index/sx7e/?factsheet=true> (April 2025)

## Index Past Performance

The Index has had an annualised return of 27.7% over the last 5 years. This table outlines the Index's annualised returns over the last 1, 3 and 5 years:

Annualized return (%)		
1Y	3Y	5Y
31.1	29.3	27.7

Source: <https://stoxx.com/index/sx7e/?factsheet=true> (April 2025)

## Index Past Performance Chart

This chart illustrates the performance of the Index over the past 5 years:



Source: <https://stoxx.com/index/sx7e/?factsheet=true> (25 May 2020 to 23 May 2025)

**Warning: Past Performance is not a reliable guide to future performance.**

### ***Product Back Testing***

We back tested 3,821 5 year periods solely between 2 June 2005 and 30 May 2025. A summary of the back testing results are as follows:

<b>Worst Return</b>	-83.75%
<b>Best Return</b>	+31%
<b>Average Return</b>	-7.57%
<b>Number of times investors received back Negative returns</b>	872 (22.82%) of all 5 year periods tested
<b>Number of times investors received back 0% returns</b>	268 (7.01%) of all 5 year periods tested
<b>Number of times investors received Positive returns</b>	2,681 (70.16%) of all 5 year periods tested)

Source: Bloomberg, Morgan Stanley (May 2025)

### ***Important Considerations***

This back test data set includes numerous overlapping 5 year periods between 2 June 2005 and 30 May 2025.

The back testing of this product over all 3,821 5 year periods during the testing period illustrates relatively few negative periods or negative outcomes where investors lost some or all of their capital. Investors should not consider this product back test illustration or previous product performance results as an indication of the potential for, or likelihood of positive outcomes or investment gains in the future. Past Performance and Product Back Test are not reliable guides to future performance which depends solely on future events.

**Warning: Investors should not consider this product back test illustration or previous product results as an indication of the potential for, or likelihood of, positive outcomes or investment gains in the future.**

### ***Limited Usefulness of Past Performance and Back Testing***

Past Performance and Back Testing are useful for information purposes only. The analysis of the past performance of any investment asset(s) or the back testing of any investment product is purely academic and has no bearing on, or provides limited benefit in the assessment of the future performance potential of the investment asset(s) or the investment product in question. The future performance of any investment asset(s) or investment product depends solely on future events and circumstances that cannot be known in advance and that are not necessarily informed by or influenced by what has happened in the past, more recently or otherwise.

**Warning: Past Performance and Simulated Past Performance are not a reliable guide to future performance.**

**Warning: Product Back Testing is not a reliable guide to future performance.**

#### 4. Warnings

**Warning: The value of your investment may go down as well as up.**

**Warning: Deductions for costs and charges are not made uniformly throughout the life of the product, but are loaded disproportionately onto the early period. If an investor sells the Bond prior to the end of the 5 year term, the practice of front-end loading will impact on the amount of money that the investor receives. The investor may not get back the full amount they invested or the Capital Protected amount if sold prior to maturity.**

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