

# SECURITIES AND EXCHANGE COMMISSION

## FORM NSAR-A

Semi-annual report for management companies filed on Form N-SAR

Filing Date: **1999-07-27** | Period of Report: **1999-05-31**  
SEC Accession No. [0001002427-99-000005](#)

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### FILER

<b>MORGAN STANLEY DEAN WITTER MID-CAP EQUITY TRUST</b>	Mailing Address	Business Address
CIK: <a href="#">1002427</a>   State of Incorporation: <b>MA</b>   Fiscal Year End: <b>0531</b> Type: <b>NSAR-A</b>   Act: <b>40</b>   File No.: <a href="#">811-07377</a>   Film No.: <b>99670731</b>	<i>TWO WORLD TRADE CENTER 72ND FLOOR NEW YORK NY 10048</i>	<i>TWO WORLD TRADE CENTER 72ND FLOOR NEW YORK NY 10048</i>

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SIGNATURE BARRY FINK  
TITLE VICE PRESIDENT

Morgan Stanley Dean Witter Mid-Cap Equity Trust  
(formerly named TCW/DW Mid-Cap Equity Trust)

Item 77.C. Matters Submitted to a Vote of Security Holders -  
June 8, 1999

Approval of a new investment advisory agreement between  
TCW/DW Mid-Cap Equity Trust and Morgan Stanley Dean Witter  
Advisors Inc.

For: 6,382,378            Against: 138,571            Abstain: 562,201

Approval of a new sub-advisory agreement between Morgan  
Stanley Dean Witter Advisors Inc. and TCW Funds Management, Inc.

For: 6,342,674            Against: 158,865            Abstain:  
581,611

Item 77c - tcw mid-cap equity





ITEM 77M: Mergers

Morgan Stanley Dean Witter Mid-Cap Equity Trust  
(formerly named TCW/DW Mid-Cap Equity Trust)

On June 8, 1999, a Special Meeting of Shareholders of Morgan Stanley Dean Witter Mid-Cap Growth Fund ("MSDW Mid-Cap") was held to consider and vote upon an Agreement and Plan of Reorganization (the "Agreement and Plan") between MSDW Mid-Cap and TCW/DW Mid-Cap Equity Trust ("TCW/DW Mid-Cap"), pursuant to which substantially all of the assets of MSDW Mid-Cap would be combined with those of TCW/DW Mid-Cap and shareholders of MSDW Mid-Cap would become shareholders of TCW/DW Mid-Cap receiving the class of shares of TCW/DW Mid-Cap that corresponds to the class of shares of MSDW Mid-Cap which were originally held and with a value equal to the value of their holdings in MSDW Mid-Cap. The Agreement and Plan were approved by the affirmative vote of a majority of the shares of MSDW Mid-Cap represented in person or by proxy and entitled to vote at the meeting. On February 25, 1999, the Board of Trustees unanimously approved such Agreement and Plan.

On June 28, 1999, the Reorganization Plan between MSDW Mid-Cap and TCW/DW Mid-Cap was completed according to the terms set forth above and in the Agreement and Plan. At that time, TCW/DW Mid-Cap changed its name to Morgan Stanley Dean Witter Mid-Cap Equity Trust.

Ms\_data\Paraleg\nsar\item 77M TCW Mid-Cap/MSDW Mid-CapGro

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WARNING: THE EDGAR SYSTEM ENCOUNTERED ERROR(S) WHILE PROCESSING THIS SCHEDULE.

<TABLE> <S> <C>

<ARTICLE> 6

<CIK> 0001002427

<NAME> MORGAN STANLEY DEAN WITTER MID-CAP EQUITY TRUST - CLASS D

<S>	<C>
<PERIOD-TYPE>	6-MOS
<FISCAL-YEAR-END>	NOV-30-1999
<PERIOD-END>	MAY-31-1999
<INVESTMENTS-AT-COST>	155,737,397
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<RECEIVABLES>	2,357,354
<ASSETS-OTHER>	154,258
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<TOTAL-ASSETS>	348,510,774
<PAYABLE-FOR-SECURITIES>	(498,808)
<SENIOR-LONG-TERM-DEBT>	0
<OTHER-ITEMS-LIABILITIES>	(678,881)
<TOTAL-LIABILITIES>	(1,177,689)
<SENIOR-EQUITY>	0
<PAID-IN-CAPITAL-COMMON>	141,233,397
<SHARES-COMMON-STOCK>	1,106
<SHARES-COMMON-PRIOR>	923
<ACCUMULATED-NII-CURRENT>	0
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<ACCUMULATED-NET-GAINS>	18,348,457
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<ACCUM-APPREC-OR-DEPREC>	190,261,765
<NET-ASSETS>	12,830
<DIVIDEND-INCOME>	89,572
<INTEREST-INCOME>	104,361
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<EXPENSES-NET>	2,704,467
<NET-INVESTMENT-INCOME>	(2,510,534)
<REALIZED-GAINS-CURRENT>	21,650,904
<APPREC-INCREASE-CURRENT>	103,616,183
<NET-CHANGE-FROM-OPS>	122,756,553
<EQUALIZATION>	0
<DISTRIBUTIONS-OF-INCOME>	0
<DISTRIBUTIONS-OF-GAINS>	0
<DISTRIBUTIONS-OTHER>	0
<NUMBER-OF-SHARES-SOLD>	1,631
<NUMBER-OF-SHARES-REDEEMED>	(1,448)
<SHARES-REINVESTED>	0
<NET-CHANGE-IN-ASSETS>	133,456,280
<ACCUMULATED-NII-PRIOR>	0

<ACCUMULATED-GAINS-PRIOR>	(3,302,446)
<OVERDISTRIB-NII-PRIOR>	0
<OVERDIST-NET-GAINS-PRIOR>	0
<GROSS-ADVISORY-FEES>	(1,486,887)
<INTEREST-EXPENSE>	0
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<AVERAGE-NET-ASSETS>	11,651
<PER-SHARE-NAV-BEGIN>	15.66
<PER-SHARE-NII>	(0.12)
<PER-SHARE-GAIN-APPREC>	9.46
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<PER-SHARE-DISTRIBUTIONS>	0.00
<RETURNS-OF-CAPITAL>	0.00
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<EXPENSE-RATIO>	1.21
[AVG-DEBT-OUTSTANDING]	0
[AVG-DEBT-PER-SHARE]	0

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