

SECURITIES AND EXCHANGE COMMISSION

FORM 497K

Summary Prospectus for certain open-end management investment companies filed pursuant to Securities Act Rule 497(K)

Filing Date: **2013-01-14**
SEC Accession No. [0001104659-13-002379](#)

([HTML Version](#) on [secdatabase.com](#))

FILER

MORGAN STANLEY INSTITUTIONAL FUND INC

CIK:[836487](#) | IRS No.: **000000000** | State of Incorporation: **MD** | Fiscal Year End: **1231**
Type: **497K** | Act: **33** | File No.: [033-23166](#) | Film No.: **13528621**

Mailing Address
*522 FIFTH AVENUE
NEW YORK NY 10036*

Business Address
*522 FIFTH AVENUE
NEW YORK NY 10036
6175578742*

Summary Prospectus Supplement

January 14, 2013

Morgan Stanley Institutional Fund, Inc.

Supplement dated January 14, 2013 to the Morgan Stanley Institutional Fund, Inc. Summary Prospectus dated April 30, 2012 of:

Small Company Growth Portfolio (the "Portfolio")

The Board of Directors of Morgan Stanley Institutional Fund, Inc. (the "Fund") has approved (i) the imposition of a maximum initial sales charge of 5.25% on purchases of Class P shares of the Portfolios; (ii) a decrease in the minimum initial investment amount for Class P shares of the Portfolio from \$1,000,000 to \$1,000; (iii) a decrease in the minimum initial investment amount for Class L shares of the Portfolio from \$25,000 to \$1,000; and (iv) the implementation of criteria for the waiver of the front-end sales charge on Class P shares of the Portfolio. As a result, the following changes to the Summary Prospectus are effective as of February 25, 2013:

The first paragraph in the section of the Summary Prospectus entitled "Fees and Expenses" is hereby deleted and replaced with the following:

The table below describes the fees and expenses that you may pay if you buy and hold shares of the Portfolio. For shareholders of Class P and Class H shares, you may qualify for sales charge discounts if the cumulative net asset value ("NAV") of Class P or Class H shares of the Portfolio purchased in a single transaction, together with the NAV of all Class P or Class H shares of a portfolio of Morgan Stanley Institutional Fund, Inc. (the "Fund") or of a portfolio of Morgan Stanley Institutional Fund Trust held in related accounts, amounts to \$25,000 or more with respect to Class P and \$50,000 or more with respect to Class H. More information about these and other discounts is available from your financial adviser and in the "Shareholder Information—How To Purchase Class P and Class H Shares" section on page 32 of the Prospectus.

The following table replaces the "Shareholder Fees" table with respect to Class P shares only in the section of the Summary Prospectus entitled "Fees and Expenses:"

	<u>Class P</u>	
Maximum sales charge (load) imposed on purchases (as a percentage of offering price)	5.25	%
Redemption Fee (as a percentage of the amount redeemed on redemptions made within 30 days of purchase)	2.00	%

The following table replaces the "Example" table with respect to Class P shares only in the section of the Summary Prospectus entitled "Example:"

	<u>1 Year</u>	<u>3 Years</u>	<u>5 Years</u>	<u>10 Years</u>
Class P	\$ 650	\$ 915	\$ 1,200	\$ 2,010

The following table replaces the "Average Annual Total Returns" table with respect to Class P shares only in the section of the Summary Prospectus entitled "Performance Information–Average Annual Total Returns:"

	Past One Year		Past Five Years		Past Ten Years	
Class P†						
Return before						
Taxes	-14.07	%	-0.83	%	4.85	%

† The historical performance of Class P shares has been restated to reflect the current maximum initial sales charge of 5.25%.

The second through fifth paragraphs under the section of the Summary Prospectus entitled "Purchase and Sale of Fund Shares" is hereby deleted and replaced with the following:

The minimum initial investment generally is \$5,000,000 for Class I shares, \$25,000 for Class H shares and \$1,000 for each of Class L and Class P shares of the Portfolio. The minimum initial investment will be waived for certain investments. For more information, please refer to the "Shareholder Information–How To Purchase Class I and Class L Shares" and "–How To Purchase Class P and Class H Shares" sections beginning on pages 31 and 32, respectively, of the Prospectus.

Class I and Class L shares of the Portfolio may be purchased or sold on any day the New York Stock Exchange ("NYSE") is open for business directly through the Fund by mail (c/o Morgan Stanley Services Company Inc., P.O. Box 219804, Kansas City, MO 64121-9804) or by telephone (1-800-548-7786) or by contacting your financial intermediary.

For more information, please refer to the "Shareholder Information–How To Purchase Class I and Class L Shares" and "–How To Redeem Class I and Class L Shares" sections beginning on pages 31 and 34, respectively, of the Prospectus.

Class P and Class H shares of the Portfolio may be purchased or redeemed by contacting your authorized financial representative.

Please retain this supplement for future reference.

SU-MSIF-11-SPT 1/13