

HAYES LEMMERZ INTERNATIONAL INC  
 Form 3  
 May 10, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |         |   |  |   |
|---|---------|---|--|---|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement  | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |   |
| MORGAN STANLEY                            |         | (Month/Day/Year)  | HAYES LEMMERZ INTERNATIONAL INC [HAYZ]             |   |
| (Last)                                    | (First) | (Middle)  | 05/04/2007   |   |
| 1585 BROADWAY                             |         | 4. Relationship of Reporting Person(s) to Issuer  |  | 5. If Amendment, Date Original Filed(Month/Day/Year)  |
| (Street)                                  |         | (Check all applicable)  |  | 6. Individual or Joint/Group Filing(Check Applicable Line)  |
| NEW YORK, NY 10036                        |         | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
| (City)                                    | (State) | (Zip)   |  |   |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 2,257,341   | I  | By Subsidiary   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of  |   |

|                                      |            |            |              | Shares    |           | (I)<br>(Instr. 5) |               |
|--------------------------------------|------------|------------|--------------|-----------|-----------|-------------------|---------------|
| Rights (right to buy)                | 05/04/2007 | 05/21/2007 | Common Stock | 3,314,868 | \$ 3.25   | I                 | By Subsidiary |
| Convertible Preferred (right to buy) | 06/03/2003 | 12/31/2049 | Common Stock | 20,609    | \$ 23.125 | I                 | By Subsidiary |

## Reporting Owners

| Reporting Owner Name / Address                        | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MORGAN STANLEY<br>1585 BROADWAY<br>NEW YORK, NY 10036 | Â             | Â X       | Â       | Â     |

## Signatures

Morgan Stanley, By: /s/ Dennine Bullard, Authorized Signatory 05/10/2007

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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### Remarks:

(1) Morgan Stanley became a 10% Owner due to the approval by shareholders of HAYES LEMMERZ INTERNATIONAL INC in 2007, of, inter alia, a rights offering of up to \$180,000,000 to holders of the Company's outstanding Common Stock on April 10, 2007, through the issuance of 55,384,615 rights to purchase one share of Common Stock at \$3.25 per share. The rights are due to expire on May 21, 2007, and the Reporting Person's share of the rights is not expected to be a beneficial owner under the calculation methodology specified in Rule 13d-3 is not expected to be a beneficial owner under the calculation methodology specified in Rule 13d-3.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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