HAYES LEMMERZ INTERNATIONAL INC
Form 4
May 10, 2007

FORM 4

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

STATEMENT OF CHANGES IN 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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
MORGAN STANLEY

(Last) (First) (Middle)

1585 BROADWAY

(Street)

NEW YORK, NY 10036

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
HAYES LEMMERZ INTERNATIONAL INC [HAYZ]

3. Date of Earliest Transaction (Month/Day/Year)
05/04/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/04/2007		P		1,118	A	$ 5.89	2,258,459	I	By Subsidiary
Common Stock	05/04/2007		P		1,700	A	$ 5.9	2,260,159	I	By Subsidiary
Common Stock	05/04/2007		P		2,300	A	$ 5.91	2,262,459	I	By Subsidiary
Common Stock	05/04/2007		P		200	A	$ 5.92	2,262,659	I	By Subsidiary
Common Stock	05/07/2007		P		100	A	$ 5.76	2,262,759	I	By Subsidiary

Common Stock	05/07/2007	P	6,900	A	$ 5.82	2,269,659	I	By Subsidiary
Common Stock	05/07/2007	P	26	A	$ 5.93	2,269,685	I	By Subsidiary
Common Stock	05/08/2007	P	300	A	$ 5.62	2,269,985	I	By Subsidiary
Common Stock	05/08/2007	P	200	A	$ 5.69	2,270,185	I	By Subsidiary
Common Stock	05/08/2007	P	100	A	$ 5.71	2,270,285	I	By Subsidiary
Common Stock	05/08/2007	P	100	A	$ 5.72	2,270,385	I	By Subsidiary
Common Stock	05/08/2007	P	11,728	A	$ 5.73	2,282,113	I	By Subsidiary
Common Stock	05/08/2007	P	8,400	A	$ 5.75	2,290,513	I	By Subsidiary
Common Stock	05/08/2007	S	100,000	D	$ 5.73	2,190,513	I	By Subsidiary

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
								Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
				Code	V	(A)	(D)						

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORGAN STANLEY 1585 BROADWAY NEW YORK, NY 10036		X		

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 4(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).

Remarks:

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

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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