

MORGAN STANLEY QUALITY MUNICIPAL INCOME TRUST

Form N-CSRS

July 07, 2006

Welcome, Shareholder:

In this report, you'll learn about how your investment in Morgan Stanley Quality Municipal Income Trust performed during the semiannual period. We will provide an overview of the market conditions, and discuss some of the factors that affected performance during the reporting period. In addition, this report includes the Trust's financial statements and a list of Trust investments.

Market forecasts provided in this report may not necessarily come to pass. There is no assurance that the Trust will achieve its investment objective. The Trust is subject to market risk, which is the possibility that market values of securities owned by the Trust will decline and, therefore, the value of the Trust's shares may be less than what you paid for them. Accordingly, you can lose money investing in this Trust.

Fund Report

For the six months ended April 30, 2006

Market Conditions

The U.S. economy navigated a number of challenges and continued to grow during the reporting period, with particular strong expansion in 2006. Although the Gulf Coast hurricanes resulted in unprecedented devastation, the negative impact on the economy was less far-reaching than many had originally anticipated. Even sharply higher energy prices failed to interrupt the positive economic momentum.

In 2006, developing weakness in the real estate sector and elevated commodity prices weighed on sentiment. Yet, strong manufacturing surveys, buoyant consumer confidence and positive employment data pointed toward steady growth in real gross domestic product. While sustained higher energy costs began to push some prices upward, headline measures of inflation remained largely stable.


Given the economy's solid growth, the Federal Open Market Committee (the "Fed") continued to raise the federal funds target rate. Through four increases of 25 basis points each, the Fed brought the rate from 3.75 percent to 4.75 percent during the period. Yields on short-term municipal bonds followed the target rate and rose steadily. In contrast, the yields of long-term bonds initially declined before moving higher in April. Representative yields on 30-year AAA rated municipal bonds declined from 4.60 percent in October 2005 to a low of 4.30 percent in February, before ending the period at 4.55 percent. Accordingly, the slope of the municipal yield curve continued to flatten as the difference between short-term and long-term interest rates narrowed. In this environment, the benefits of leveraged investment strategies were less pronounced. (Leverage involves borrowing at short-term rates to purchase longer-term securities, thereby taking advantage of the differential between short- and long-term yields.)

Investors' quest for yield favored lower-quality bonds over high-grade issues and kept credit spreads relatively tight. (Credit spreads measure the incremental yield investors require to assume additional credit risk. When credit spreads tighten, lower-rated issues typically outperform high-grade issues.)

Demand for municipal bonds strengthened among individual and institutional investors alike. Meanwhile, municipal bond supply dropped significantly as the period progressed. New issue volume continued to be robust in the final months of 2005, supporting the record pace of issuance during the calendar year (more than \$400 billion). However, volume in the first four months of 2006 fell by nearly 25 percent compared to the same period in 2005. The decline was largely attributable to a slowdown in refundings, which dropped by more than 55 percent as rising interest rates discouraged municipalities from refinancing debt. Improved fiscal conditions among state and local governments also contributed to less significant borrowing needs. Bonds backed by insurance fell to under 50 percent of issuance in 2006, from nearly 60 percent in 2005. Issuers in California, Texas, New York, Florida and Illinois accounted for over 40 percent of the total underwriting volume in 2006.

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Reflecting declining supply and sustained demand, municipal bonds outperformed U.S. Treasuries with comparable maturities. That said, the relative attractiveness of tax-exempt bonds ebbed somewhat, and the 30-year municipal-to-Treasury yield ratio steadily declined from 97 to 88 percent. (The municipal-to-Treasury yield ratio measures the relative attractiveness of the two sectors. The higher the ratio, the greater the attractiveness of municipal yields relative to Treasury yields.)

#### Performance Analysis

For the six-month period ended April 30, 2006, the net asset value of Morgan Stanley Quality Municipal Income Trust (IQI) decreased from \$15.38 to \$15.05 per share. Based on this change plus reinvestment of tax-free dividends totaling \$0.42 per share and a long-term capital gain distribution of \$0.255844 per share, the Trust's total NAV return was 2.62 percent. IQI's value on the New York Stock Exchange (NYSE) moved from \$13.71 to \$14.43 per share

during the same period. Based on this change plus reinvestment of dividends and distributions, the Trust's total market return was 10.38 percent. IQI's NYSE market price was at a 4.12 percent discount to its NAV. During the fiscal period, the Trust purchased and retired 715,200 shares of common stock at a weighted average market discount of 7.05 percent. *Past performance is no guarantee of future results.*

Monthly dividends for the second quarter of 2006, declared in March, were unchanged at \$0.07 per share. The dividend reflects the current level of the Trust's net investment income. IQI's level of undistributed net investment income was \$0.083 per share on April 30, 2006, versus \$0.123 per share six months earlier.<sup>1</sup>


In anticipation of continued Fed tightening and generally higher interest rates, the Trust made modest ongoing adjustments to its portfolio to reduce volatility. For example, a U.S. Treasury futures strategy was used to reduce the portfolio's duration,\* as a hedge against rising rates. At the end of April, the Trust's option-adjusted duration was 11.4 years. This duration positioning tempered the Trust's total returns when rates declined, but helped total returns when rates rose.

Overall, the Trust maintained a high average credit quality with more than 86 percent of the bonds in the portfolio rated AA or higher as of the end of the period. The Trust slightly increased its exposure to A and BBB rated investment grade credits; this had a positive impact on performance as lower rated issues outperformed high-grade bonds. (High-grade bonds are rated AA and above.)

Purchases during the period included bonds with maturities in the 25- to 30-year range and defensive characteristics. Investments continued to emphasize essential service sectors such as education, transportation, and water and sewer. The Trust also favored bonds with strong in-state investor demand. Reflecting a commitment to diversification, the Trust's net assets of approximately \$575 million, including preferred shares, were invested among 15 long-term sectors and 106 credits.

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As discussed in previous reports, the total income available for distribution to holders of common shares includes incremental income provided by the Trust's outstanding Auction Rate Preferred Shares (ARPS). ARPS dividends reflect prevailing short-term interest rates on maturities ranging from one week to two years. Incremental income to holders of common shares depends on two factors: the amount of ARPS outstanding and the spread between the portfolio's cost yield and its ARPS auction rate and expenses. The greater the spread and the higher the amount of ARPS outstanding, the greater the amount of incremental income available for distribution to holders of common shares. The level of net investment income available for distribution to holders of common shares varies with the level of short-term interest rates. ARPS leverage also increases the price volatility of common shares and has the effect of extending portfolio duration.

During this six-month period, ARPS leverage contributed approximately \$0.06 per share to common-share earnings. The Trust has five ARPS series totaling \$208 million, representing 36 percent of net assets, including preferred shares. At the end of April weekly ARPS yields ranged from 3.41 to 3.70 percent compared to 2.56 to 2.70 percent at the end of October 2005.

The Trust's procedure for reinvesting all dividends and distributions in common shares is through purchases in the open market. This method helps support the market value of the Trust's shares. In addition, we would like to remind you that the Trustees have approved a procedure whereby the Trust may, when appropriate, purchase shares in the open market or in privately negotiated transactions at a price not above market value or net asset value, whichever is lower at the time of purchase. The Trust may also utilize procedures to reduce or eliminate the amount of ARPS outstanding, including their purchase in the open market or in privately negotiated transactions.

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**Performance data quoted represents past performance, which is no guarantee of future results, and current performance may be lower or higher than the figures shown. Investment return, net asset value and common share market price will fluctuate and Trust shares, when sold, may be worth more or less than their original cost.**

*There is no guarantee that any sectors mentioned will continue to perform as discussed herein or that securities in such sectors will be held by the Trust in the future.*

<sup>1</sup> Income earned by certain securities in the portfolio may be subject to the federal alternative minimum tax (AMT).

\* A measure of the sensitivity of a bond's price to changes in interest rates, expressed in years. Each year of duration represents an expected 1 percent change in the price of a bond for every 1 percent change in interest rates. The longer a bond's duration, the greater the effect of interest-rate movements on its price. Typically, trusts with shorter durations perform better in rising-interest-rate environments, while trusts with longer durations perform better when rates decline. Duration calculations are adjusted for leverage.

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| TOP FIVE SECTORS   |       |
|--------------------|-------|
| Water & Sewer      | 38.0% |
| Transportation     | 28.2  |
| General Obligation | 19.9  |

|          |      |
|----------|------|
| Electric | 17.9 |
| Hospital | 11.0 |

| <b>LONG-TERM<br/>CREDIT<br/>ANALYSIS</b> |       |
|--|-------|
| Aaa/AAA                                  | 63.9% |
| Aa/AA                                    | 22.4  |
| A/A                                      | 9.4   |
| Baa/BBB                                  | 2.9   |
| Ba/BB or Less                            | 1.1   |
| N/R                                      | 0.3   |

Data as of April 30, 2006. Subject to change daily. All percentages for top five sectors are as a percentage of net assets applicable to common shareholders. All percentages for long-term credit analysis are as a percentage of total long-term investments. These data are provided for informational purposes only and should not be deemed a recommendation to buy or sell the securities mentioned. Morgan Stanley is a full-service securities firm engaged in securities trading and brokerage activities, investment banking, research and analysis, financing and financial advisory services.

For More Information About Portfolio Holdings

**Each Morgan Stanley trust provides a complete schedule of portfolio holdings in its semiannual and annual reports within 60 days of the end of the trust's second and fourth fiscal quarters. The semiannual reports and the annual reports are filed electronically with the Securities and Exchange Commission (SEC) on Form N-CSRS and Form N-CSR, respectively. Morgan Stanley also delivers the semiannual and annual reports to trust shareholders and makes these reports available on its public web site, [www.morganstanley.com](http://www.morganstanley.com). Each Morgan Stanley trust also files a complete schedule of portfolio holdings with the SEC for the trust's first and third fiscal quarters on Form N-Q. Morgan Stanley does not deliver the reports for the first and third fiscal quarters to shareholders, nor are the reports posted to the Morgan Stanley public web site. You may, however, obtain the Form N-Q filings (as well as the Form N-CSR and N-CSRS filings) by accessing the SEC's web site, <http://www.sec.gov>. You may also review and copy them at the SEC's public reference room in Washington, DC. Information on the operation of the SEC's public reference room may be obtained by calling the SEC at (800) SEC-0330. You can also request copies of these materials, upon payment of a duplicating fee, by electronic request at the SEC's e-mail address ([publicinfo@sec.gov](mailto:publicinfo@sec.gov)) or by writing the public reference section of the SEC, Washington, DC 20549-0102.**

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Distribution by Maturity  
(% of Long-Term Portfolio) As of April 30, 2006

Weighted Average Maturity: 18 Years<sup>(a)</sup>

- (a) Where applicable maturities reflect mandatory tenders, puts and call dates.  
Portfolio structure is subject to change.

#### Geographic Summary of Investments

Based on Market Value as a Percent of Total Investments

|                    |        |
|--------------------|--------|
| Alabama            | 1.3%   |
| Arizona            | 2.7    |
| California         | 10.0   |
| Colorado           | 2.2    |
| Florida            | 4.6    |
| Georgia            | 5.1    |
| Hawaii             | 3.5    |
| Idaho              | 0.4    |
| Illinois           | 4.0%   |
| Indiana            | 4.7    |
| Kentucky           | 0.9    |
| Maine              | 0.6    |
| Maryland           | 1.7    |
| Michigan           | 2.7    |
| Minnesota          | 0.4    |
| Missouri           | 0.3    |
| Montana            | 0.6%   |
| Nebraska           | 0.9    |
| Nevada             | 2.5    |
| New Jersey         | 6.1    |
| New Mexico         | 1.1    |
| New York           | 14.5   |
| North Carolina     | 1.7    |
| Ohio               | 2.0    |
| Pennsylvania       | 5.2%   |
| Puerto Rico        | 0.7    |
| South Carolina     | 3.4    |
| Texas              | 12.1   |
| Virginia           | 0.6    |
| Washington         | 3.0    |
| Wisconsin          | 0.5    |
| Total <sup>†</sup> | 100.0% |

<sup>†</sup> Does not include open short futures contracts with an underlying face amount of \$86,106,641 with unrealized appreciation of \$850,858.

Call and Cost (Book) Yield Structure  
(Based on Long-Term Portfolio) As of April 30, 2006

Years Bonds Callable—Weighted Average Call Protection: 7 Years

Cost (Book) Yield<sup>(b)</sup>—Weighted Average Book Yield: 5.1%

(a) May include issues initially callable in previous years.

(b) Cost or “book” yield is the annual income earned on a portfolio investment based on its original purchase price before the Trust's operating expenses. For example, the Trust is earning a book yield of 6.6% on 2% of the long-term portfolio that is callable in 2006.

Portfolio structure is subject to change.

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Investment Advisory Agreement Approval  
Nature, Extent and Quality of Services

The Board reviewed and considered the nature and extent of the investment advisory services provided by the Investment Adviser under the Advisory Agreement, including portfolio management, investment research and fixed income securities trading. The Board also reviewed and considered the nature and extent of the non-advisory, administrative services provided by the Trust's Administrator under the Administration Agreement, including accounting, clerical, bookkeeping, compliance, business management and planning, and the provision of supplies, office space and utilities at the Investment Adviser's expense. (The Investment Adviser and the Administrator together are referred to as the “Adviser” and the Advisory and Administration Agreements together are referred to as the “Management Agreement.”) The Board also compared the nature of the services provided by the Adviser with similar services provided by non-affiliated advisers as reported to the Board by Lipper Inc. (“Lipper”).

The Board reviewed and considered the qualifications of the portfolio managers, the senior administrative managers and other key personnel of the Adviser who provide the administrative and advisory services to the Trust. The Board determined that the Adviser's portfolio managers and key personnel are well qualified by education and/or training and experience to perform the services in an efficient and professional manner. The Board concluded that the nature and extent of the advisory and administrative services provided were necessary and appropriate for the conduct of the business and investment activities of the Trust. The Board also concluded that the overall quality of the advisory and administrative services was satisfactory.

Performance Relative to Comparable Funds Managed by Other Advisers

On a regular basis, the Board reviews the performance of all funds in the Morgan Stanley Fund Complex, including the Trust, compared to their peers, paying specific attention to the underperforming funds. In addition, the Board specifically reviewed the Trust's performance for the one-, three- and five-year periods ended November 30, 2005, as shown in a report provided by Lipper (the “Lipper Report”), compared to the performance of comparable funds selected

by Lipper (the “performance peer group”). The Board also discussed with the Adviser the performance goals and the actual results achieved in managing the Trust. The Board concluded that the Trust’s performance was competitive with that of its performance peer group.

#### Fees Relative to Other Proprietary Funds Managed by the Adviser with Comparable Investment Strategies

The Board reviewed the advisory and administrative fee (together, the “management fee”) rate paid by the Trust under the Management Agreement. The Board noted that the management fee rate was comparable to the management fee rates charged by the Adviser to other proprietary funds it manages with investment strategies comparable to those of the Trust.

#### Fees and Expenses Relative to Comparable Funds Managed by Other Advisers

The Board reviewed the management fee rate and total expense ratio of the Trust as compared to the average management fee rate and average total expense ratio for funds, selected by Lipper (the “expense peer group”), managed by other advisers with investment strategies comparable to those of the Trust, as shown in the Lipper Report. The Board concluded that the Trust’s management fee rate and total expense ratio were competitive with those of its expense peer group.

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#### Breakpoints and Economies of Scale

The Board reviewed the structure of the Trust’s management fee schedule under the Management Agreement and noted that it does not include any breakpoints. The Board considered that the Trust is a closed-end fund and, therefore, that the Trust’s assets are not likely to grow with new sales or grow significantly as a result of capital appreciation. The Board concluded that the economies of scale for the Trust were not a factor that needed to be considered at the present time.

#### Profitability of the Adviser and Affiliates

The Board considered information concerning the costs incurred and profits realized by the Adviser and affiliates during the last year from their relationship with the Trust and during the last two years from their relationship with the Morgan Stanley Fund Complex and reviewed with the Adviser the cost allocation methodology used to determine the profitability of the Adviser and affiliates. Based on its review of the information it received, the Board concluded that the profits earned by the Adviser and affiliates were not excessive in light of the advisory, administrative and other services provided to the Trust.

#### Fall-Out Benefits

The Board considered so-called “fall-out benefits” derived by the Adviser and affiliates from their relationship with the Trust and the Morgan Stanley Fund Complex, such as commissions on the purchase and sale of Trust shares and “float” benefits derived from handling of checks for purchases and sales of Trust shares, through a broker-dealer affiliate of the Adviser. The Board concluded that the float benefits were relatively small and that the commissions were competitive with those of other broker-dealers.

#### Soft Dollar Benefits



The Board considered whether the Adviser realizes any benefits from commissions paid to brokers who execute securities transactions for the Trust (“soft dollars”). The Board noted that the Trust invests only in fixed income securities, which do not generate soft dollars.

#### Adviser Financially Sound and Financially Capable of Meeting the Trust’s Needs

The Board considered whether the Adviser is financially sound and has the resources necessary to perform its obligations under the Management Agreement. The Board noted that the Adviser’s operations remain profitable, although increased expenses in recent years have reduced the Adviser’s profitability. The Board concluded that the Adviser has the financial resources necessary to fulfill its obligations under the Management Agreement.

#### Historical Relationship Between the Trust and the Adviser

The Board also reviewed and considered the historical relationship between the Trust and the Adviser, including the organizational structure of the Adviser, the policies and procedures formulated and adopted by the Adviser for managing the Trust’s operations and the Board’s confidence in the competence and integrity of the senior managers and key personnel of the Adviser. The Board concluded that it is beneficial for the Trust to continue its relationship with the Adviser.

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#### Other Factors and Current Trends

The Board considered the controls and procedures adopted and implemented by the Adviser and monitored by the Trust’s Chief Compliance Officer and concluded that the conduct of business by the Adviser indicates a good faith effort on its part to adhere to high ethical standards in the conduct of the Trust’s business.

#### General Conclusion

After considering and weighing all of the above factors, the Board concluded that it would be in the best interest of the Trust and its shareholders to approve renewal of the Management Agreement for another year.

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#### Morgan Stanley Quality Municipal Income Trust

Portfolio of Investments April 30, 2006 (unaudited)

PRINCIPAL  
AMOUNT

COUPON MATURITY  
RATE DATE

VALUE

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IN  
THOUSANDS

| Tax-Exempt Municipal Bonds (152.5%)          |   |        |          |              |
|--|---|--------|----------|--------------|
| <i>General Obligation (19.9%)</i>            |   |        |          |              |
| \$ 5,000                                     | California, Various Purpose dtd 05/01/03  | 5.25%  | 02/01/19 | \$ 5,281,950 |
| 4,000  | Los Angeles, California, Ser 2004 A (MBIA)  | 5.00   | 09/01/24 | 4,158,760    |
| 2,700  | Adams & Arapahoe Counties Joint School District # 32,<br>Colorado, Ser 2003 A (FSA)                                 | 5.125  | 12/01/21 | 2,841,453    |
| 350  | Denver School District #1, Colorado, Ser 1999 (FGIC)  | 5.25   | 12/01/16 | 369,730      |
| 4,000  | Florida Board of Education, Capital Outlay Refg 2002 Ser<br>C (MBIA)  | 5.00   | 06/01/20 | 4,158,280    |
| 5,000  | Hawaii,<br>1992 Ser BZ  | 6.00   | 10/01/10 | 5,444,000    |
| 8,000  | 1992 Ser BZ   | 6.00   | 10/01/11 | 8,832,560    |
| 5,000  | Honolulu City & County, Hawaii, ROLS RR II R 237-3<br>(MBIA)  | 6.576‡ | 03/01/26 | 5,513,150    |
| 4,000  | Cook County, Illinois, Ser 1992 C (FGIC)  | 6.00   | 11/15/09 | 4,295,560    |
| 6,000  | Illinois, First Ser 2002 (MBIA)   | 5.375  | 07/01/20 | 6,399,780    |
| 2,000  | Schaumburg, Illinois, Ser 2004 B (FGIC)   | 5.25   | 12/01/34 | 2,119,720    |
| 2,000  | New York City, New York,<br>2006 Ser F  | 5.00   | 09/01/23 | 2,063,900    |
| 1,000  | 2005 Ser G  | 5.00   | 12/01/23 | 1,029,870    |
| 5,000  | Pennsylvania,<br>First Ser 2003 RITES PA – 1112 A (MBIA)  | 5.975‡ | 01/01/18 | 5,427,350    |
| 5,000  | First Ser 2003 RITES PA – 1112 B (MBIA)   | 5.975‡ | 01/01/19 | 5,619,350    |
| 5,000  | Northside Independent School District, Texas, Bldg &<br>Refg Ser 2001 (PSF)   | 5.00   | 02/15/26 | 5,096,750    |
| 2,000  | King County, Washington, Refg 1998 Ser B (MBIA)   | 5.25   | 01/01/34 | 2,056,740    |
| 2,500  | Spokane School District #81, Washington, Ser 2005<br>(MBIA)   | 0.00#  | 06/01/23 | 2,270,475    |
| 68,550                                       |   |        |          | 72,979,378   |
| <i>Educational Facilities Revenue (6.6%)</i> |   |        |          |              |
| 3,700  | University of Alabama, Ser 2004-A (MBIA)  | 5.25   | 07/01/22 | 3,942,535    |
| 2,000  | California Infrastructure & Economic Development Bank,<br>The Scripps Research Institute Ser 2005 A                 | 5.00   | 07/01/29 | 2,049,420    |
| 1,000  | San Diego County, California, Burnham Institute for<br>Medical<br>Research Ser 2006 COPs                            | 5.00   | 09/01/34 | 976,680      |
| 1,750  | Boulder County, Colorado,<br>University Corp for Atmospheric Research Ser 2002<br>(MBIA)                            | 5.375  | 09/01/18 | 1,872,885    |
| 1,750  | University Corp for Atmospheric Research Ser 2002<br>(MBIA)   | 5.375  | 09/01/21 | 1,867,058    |
| 2,000  | Colorado Educational & Cultural Facilities Authority,<br>Peak to Peak Charter School Refg & Impr Ser 2004<br>(XLCA) | 5.25   | 08/15/34 | 2,102,060    |
| 2,000  | Illinois Educational Facilities Authority, University of<br>Chicago<br>Ser 1998 A                                   | 5.125  | 07/01/38 | 2,031,740    |

See Notes to Financial Statements

## Morgan Stanley Quality Municipal Income Trust

Portfolio of Investments April 30, 2006 (unaudited) continued

| PRINCIPAL<br>AMOUNT<br>IN<br>THOUSANDS |   | COUPON<br>RATE | MATURITY<br>DATE | VALUE        |
|--|---|----------------|------------------|--------------|
| \$ 5,000                               | North Carolina Capital Facilities Finance Agency, Duke University Ser 2005 A        | 5.00%          | 10/01/41         | \$ 5,122,550 |
| 2,000                                  | Ohio State University, General Receipts Ser 2002 A                                  | 5.125          | 12/01/31         | 2,064,780    |
| 2,000                                  | Pennsylvania State University, Refg Ser 2002  | 5.25           | 08/15/14         | 2,167,580    |
| 23,200                                 |   |                |                  | 24,197,288   |
|  | <i>Electric Revenue (17.9%)</i>   |                |                  |              |
| 6,000                                  | Salt River Project Agricultural Improvement & Power District, Arizona, 2002 Ser B   | 5.00           | 01/01/31         | 6,162,240    |
| 2,000                                  | Arkansas River Power Authority, Colorado, Power Ser 2006 (XLCA)                     | 5.25           | 10/01/40         | 2,104,080    |
| 3,300                                  | Jacksonville Electric Authority, Florida, St Johns Power Park Refg Issue 2 Ser 17   | 5.00           | 10/01/18         | 3,427,611    |
| 2,000                                  | Orlando Utilities Commission, Florida, Water & Electric Ser 2001                    | 5.25           | 10/01/19         | 2,127,340    |
| 2,000                                  | Indiana Municipal Power Agency, 2004 Ser A (FGIC)                                   | 5.00           | 01/01/32         | 2,051,520    |
| 2,000                                  | Western Minnesota Municipal Power Agency, 2003 Ser A (MBIA)                         | 5.00           | 01/01/30         | 2,054,080    |
| 5,000                                  | Nebraska Public Power District, Ser 2005 C (FGIC)                                   | 5.00           | 01/01/41         | 5,136,750    |
| 4,000                                  | Long Island Power Authority, New York, Ser 2003 B                                   | 5.25           | 06/01/13         | 4,284,760    |
| 5,325                                  | Ser 2003 C  | 5.50           | 09/01/19         | 5,716,388    |
| 3,000                                  | Ser 2006 A  | 5.00           | 12/01/25         | 3,126,660    |
| 3,700                                  | South Carolina Public Service Authority, Refg Ser 2002 D (Ambac)                    | 5.00           | 01/01/20         | 3,847,815    |
| 5,000                                  | Refg Ser 2002 D (FSA)   | 5.00           | 01/01/20         | 5,187,700    |
| 7,000                                  | Refg Ser 2003 A (Ambac)   | 5.00           | 01/01/22         | 7,264,320    |
| 7,000                                  | Energy Northwest, Washington, Columbia Refg Ser 2001 C (MBIA)                       | 5.75           | 07/01/18         | 7,635,950    |
| 5,000                                  | Grant County Public Utility District #2, Washington, Electric Refg Ser 2001 H (FSA) | 5.375          | 01/01/18         | 5,292,300    |
| 62,325                                 |   |                |                  | 65,419,514   |
|  | <i>Hospital Revenue (11.0%)</i>   |                |                  |              |

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|       |   |       |          |           |
|-------|---|-------|----------|-----------|
| 3,500 | Birmingham-Carraway Special Care Facilities Financing Authority, Alabama, Carraway Methodist Health Ser 1995 A (Connie Lee) | 5.875 | 08/15/15 | 3,575,355 |
| 2,000 | California Health Facilities Financing Authority, Cedars-Sinai Medical Center Ser 2005                                      | 5.00  | 11/15/34 | 2,013,680 |
| 3,500 | Highlands County Health Facilities Authority, Florida, Adventist/Sunbelt Ser 2005 A   | 5.00  | 11/15/35 | 3,517,325 |
| 6,000 | Indiana Health & Educational Facility Financing Authority, Clarian Health Ser 2006 A  | 5.25  | 02/15/40 | 6,134,220 |
|       | Maryland Health & Higher Educational Facilities Authority,  |       |          |           |
| 5,000 | University of Maryland Medical Ser 2001   | 5.25  | 07/01/28 | 5,112,000 |
| 1,500 | University of Maryland Medical Ser 2002   | 6.00  | 07/01/32 | 1,610,415 |

See Notes to Financial Statements

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Morgan Stanley Quality Municipal Income Trust

Portfolio of Investments April 30, 2006 (unaudited) continued

| PRINCIPAL<br>AMOUNT<br>IN<br>THOUSANDS |   | COUPON<br>RATE | MATURITY<br>DATE | VALUE        |
|--|---|----------------|------------------|--------------|
| \$ 7,000                               | Michigan State Hospital Financing Authority, McLaren Health Care Ser 2005 C   | 5.00%          | 08/01/35         | \$ 7,027,790 |
| 2,000                                  | University of Medicine & Dentistry, New Jersey, Ser 2004 COPs (MBIA)  | 5.25           | 06/15/23         | 2,124,160    |
| 5,370                                  | Cuyahoga County, Ohio, Cleveland Clinic Health Ser 2003 A   | 6.00           | 01/01/32         | 5,903,778    |
| 3,000                                  | Lorain County, Ohio, Catholic Healthcare Partners Ser 2001 A  | 5.625          | 10/01/17         | 3,192,210    |
| 38,870                                 | <i>Industrial Development/Pollution Control Revenue (6.7%)</i>  |                |                  | 40,210,933   |
| 6,000                                  | California Pollution Control Financing Authority, Keller Canyon Landfill Co/Browning-Ferris Industries Inc Ser 1992 (AMT) | 6.875          | 11/01/27         | 6,039,960    |
| 5,000                                  | Michigan Strategic Fund, Detroit Edison Co Ser 2001 C (AMT)   | 5.65           | 09/01/29         | 5,185,650    |
| 5,000                                  | Nassau County Tobacco Settlement Corporation, New York, Asset Backed Ser 2006 A-3   | 5.125          | 06/01/46         | 4,858,950    |

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|        |  |       |          |            |
|--------|--|-------|----------|------------|
| 2,000  | Alliance Airport Authority, Texas, Federal Express Corp Refg Ser 2006 (AMT) (WI)                 | 4.85  | 04/01/21 | 1,983,780  |
| 3,000  | Brazos River Authority, Texas, TXU Electric Co Ser 1999 C (AMT)                                  | 7.70  | 03/01/32 | 3,511,470  |
| 2,000  | Sabine River Authority, Texas, TXU Electric Co Refg Ser 2001 B (AMT) (Mandatory Tender 11/01/11) | 5.75  | 05/01/30 | 2,096,920  |
| 1,000  | Tobacco Settlement Financing Corporation, Virginia, Ser 2005                                     | 5.625 | 06/01/37 | 1,022,790  |
| 24,000 |  |       |          | 24,699,520 |
|        | <i>Mortgage Revenue – Multi-Family (0.9%)</i>  |       |          |            |
| 3,360  | Illinois Housing Development Authority, Ser I<br><i>Mortgage Revenue – Single Family (2.2%)</i>  | 6.625 | 09/01/12 | 3,363,864  |
| 225    | Idaho Housing Agency, 1992 Ser E (AMT)   | 6.75  | 07/01/12 | 225,261    |
| 1,885  | Idaho Housing & Finance Association, 2000 Ser E (AMT)  | 6.00  | 01/01/32 | 1,892,050  |
| 295    | Missouri Housing Development Commission,<br>Homeownership Ser 2000 B-1 (AMT)                     | 6.25  | 03/01/31 | 295,746    |
| 3,435  | Montana Board of Housing, 2000 Ser B (AMT)   | 6.00  | 12/01/29 | 3,464,197  |
| 2,010  | New Jersey Housing Mortgage Finance Authority, Home Buyer Ser 2000 CC (AMT) (MBIA)               | 5.875 | 10/01/31 | 2,026,221  |
| 7,850  |  |       |          | 7,903,475  |
|        | <i>Public Facilities Revenue (6.4%)</i>  |       |          |            |
| 3,000  | Broward County School Board, Florida, Ser 2001 A COPs (FSA)                                      | 5.00  | 07/01/26 | 3,075,840  |
| 4,000  | Orange County School Board, Florida, Ser 2001 A COPs (Ambac)                                     | 5.25  | 08/01/14 | 4,278,320  |
| 3,000  | Albuquerque, New Mexico, Gross Receipts Refg Ser 1999 C  | 5.25  | 07/01/17 | 3,109,230  |
| 3,000  | Pennsylvania Public School Building Authority,<br>Philadelphia School District Ser 2003 (FSA)    | 5.00  | 06/01/33 | 3,070,890  |
| 4,000  | Puerto Rico Public Buildings Authority, Refg Ser J (Ambac)<br>(Mandatory Tender 07/01/12)        | 5.00  | 07/01/36 | 4,202,200  |

See Notes to Financial Statements

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Morgan Stanley Quality Municipal Income Trust

Portfolio of Investments April 30, 2006 (unaudited) continued

| PRINCIPAL<br>AMOUNT<br>IN<br>THOUSANDS |  | COUPON<br>RATE | MATURITY<br>DATE | VALUE |
|--|--|----------------|------------------|-------|
|--|--|----------------|------------------|-------|

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|          |   |       |          |              |
|----------|---|-------|----------|--------------|
| \$ 3,000 | Charleston Educational Excellence Financing Corporation,<br>South Carolina, Charleston County School District Ser<br>2005 | 5.25% | 12/01/29 | \$ 3,128,430 |
| 2,500    | Milwaukee Redevelopment Authority, Wisconsin, Public<br>Schools   |       |          |              |
|          | Ser 2003 A (Ambac)  | 5.125 | 08/01/23 | 2,601,475    |
| 22,500   |   |       |          | 23,466,385   |
|          | <i>Recreational Facilities Revenue (0.8%)</i>   |       |          |              |
| 1,590    | Denver Convention Center Hotel Authority, Colorado,<br>Refg Ser 2006 (XLCA) (WI)  | 5.00  | 12/01/30 | 1,639,179    |
| 1,400    | Marion County Convention & Recreational Facilities<br>Authority, Indiana, Refg Ser 2003 A (Ambac)                         | 5.00  | 06/01/21 | 1,444,184    |
| 2,990    |   |       |          | 3,083,363    |
|          | <i>Resource Recovery Revenue (0.9%)</i>   |       |          |              |
| 3,000    | Northeast Maryland Waste Disposal Authority,<br>Montgomery County Ser 2003 (AMT) (Ambac)                                  | 5.50  | 04/01/16 | 3,194,130    |
|          | <i>Retirement &amp; Life Care Facilities Revenue (0.4%)</i>   |       |          |              |
| 1,500    | Missouri Health & Educational Facilities Authority,<br>Lutheran Senior Services Ser 2005 A                                | 5.375 | 02/01/35 | 1,526,595    |
|          | <i>Transportation Facilities Revenue (28.2%)</i>  |       |          |              |
| 2,000    | Arizona Transportation Board, Highway Refg Ser 2002 A   | 5.25  | 07/01/19 | 2,136,660    |
| 3,000    | Phoenix Civic Improvement Corporation, Arizona, Airport<br>Ser 2002 B (AMT) (FGIC)  | 5.25  | 07/01/32 | 3,086,520    |
| 1,900    | Orange County Transportation Authority, California, Toll<br>Road  |       |          |              |
|          | Express Lanes Refg Ser 2003 A (Ambac)   | 5.00  | 08/15/20 | 1,976,988    |
| 4,000    | Port of Oakland, California, Ser 2002 L (AMT) (FGIC)  | 5.00  | 11/01/32 | 4,052,040    |
| 2,000    | Mid-Bay Bridge Authority, Florida, Refg Ser 1993 A<br>(Ambac)   | 5.95  | 10/01/22 | 2,129,620    |
| 3,000    | Atlanta, Georgia, Airport Ser 2004 J (FSA)  | 5.00  | 01/01/34 | 3,072,990    |
|          | Georgia State Road & Tollway Authority,   |       |          |              |
| 6,000    | Ser 2004  | 5.00  | 10/01/22 | 6,260,880    |
| 9,000    | Ser 2004  | 5.00  | 10/01/23 | 9,373,860    |
| 4,000    | Chicago, Illinois, O'Hare Int'l Airport Third Lien Ser 2003<br>B-2  |       |          |              |
|          | (AMT) (FSA)   | 5.75  | 01/01/23 | 4,355,040    |
| 6,335    | Indiana Transportation Finance Authority, Highway Ser<br>2000 (FGIC)  | 5.375 | 12/01/25 | 6,669,678    |
| 3,000    | Wayne County, Michigan, Detroit Metropolitan Wayne<br>County Airport Refg Ser 2002 D (AMT) (FGIC)                         | 5.50  | 12/01/17 | 3,187,800    |
|          | Clark County, Nevada,   |       |          |              |
| 4,000    | Airport SubLien Ser 2004 A-1 (AMT) (FGIC)   | 5.50  | 07/01/20 | 4,286,360    |
| 1,000    | Jet Aviation Fuel Tax Ser 2003 C (AMT) (Ambac)  | 5.375 | 07/01/19 | 1,053,270    |
| 1,100    | Jet Aviation Fuel Tax Ser 2003 C (AMT) (Ambac)  | 5.375 | 07/01/20 | 1,157,222    |
| 2,000    | Jet Aviation Fuel Tax Ser 2003 C (AMT) (Ambac)  | 5.375 | 07/01/22 | 2,100,280    |

See Notes to Financial Statements

## Morgan Stanley Quality Municipal Income Trust

Portfolio of Investments April 30, 2006 (unaudited) continued

| PRINCIPAL<br>AMOUNT<br>IN<br>THOUSANDS |  | COUPON<br>RATE | MATURITY<br>DATE | VALUE        |
|--|--|----------------|------------------|--------------|
| \$ 5,000                               | New Jersey Transportation Trust Fund Authority, 1999 Ser A                             | 5.75%          | 06/15/20         | \$ 5,650,800 |
| 12,000                                 | New Jersey Turnpike Authority, Ser 2003 A (FGIC)††                                     | 5.00           | 01/01/27         | 12,382,320   |
| 10,000                                 | Metropolitan Transportation Authority, New York, Transportation Refg Ser 2002 A (FGIC) | 5.00           | 11/15/25         | 10,327,500   |
| 5,000                                  | Triborough Bridge & Tunnel Authority, New York, Refg 2002 E (MBIA)                     | 5.25           | 11/15/22         | 5,313,300    |
| 915                                    | Ser 2001 A   | 5.00           | 01/01/32         | 931,900      |
| 2,000                                  | Harris County, Texas, Toll Road Sr Lien Ser 2005 A (FSA)                               | 5.25           | 08/15/35         | 2,081,020    |
| 6,000                                  | Houston, Texas, Airport Sub Lien Ser 2000 A (AMT) (FSA)                                | 5.875          | 07/01/17         | 6,366,660    |
| 5,000                                  | Airport Sub Lien Ser 2000 A (AMT) (FSA)  | 5.625          | 07/01/30         | 5,260,150    |
| 98,250                                 |  |                |                  | 103,212,858  |
|  | <i>Water &amp; Sewer Revenue (38.0%)</i>   |                |                  |              |
| 3,800                                  | Phoenix Civic Improvement Corporation, Arizona, Jr Lien Water Ser 2002 (FGIC)          | 5.00           | 07/01/26         | 3,918,788    |
| 3,000                                  | East Bay Municipal Utility District, California, Water Ser 2001 (MBIA)                 | 5.00           | 06/01/26         | 3,083,400    |
| 3,720                                  | San Diego County Water Authority, California, Ser 2002 A COPs (MBIA)                   | 5.00           | 05/01/27         | 3,829,591    |
| 3,500                                  | Broward County, Florida, Water & Sewer Utility Ser 2003 (MBIA)                         | 5.00           | 10/01/24         | 3,622,710    |
| 10,000                                 | Augusta, Georgia, Water & Sewerage Ser 2000 (FSA)                                      | 5.25           | 10/01/30         | 10,524,800   |
| 10,000                                 | Indiana Bond Bank, Revolving Fund Ser 2001 A   | 5.00           | 02/01/23         | 10,327,000   |
| 5,000                                  | Louisville & Jefferson County Metropolitan Sewer District, Kentucky, Ser 1999 A (FGIC) | 5.75           | 05/15/33         | 5,347,150    |
| 5,345                                  | Las Vegas Valley Water District, Nevada, Water Impr Refg Ser 2003 A (FGIC)             | 5.25           | 06/01/20         | 5,653,032    |
| 10,000                                 | Passaic Valley Sewerage Commissioners, New Jersey, Ser F (FGIC)                        | 5.00           | 12/01/20         | 10,419,300   |
| 3,000                                  | Rio Rancho, New Mexico, Water & Wastewater Refg Ser 1999 (Ambac)                       | 5.25           | 05/15/19         | 3,108,960    |
|  | New York City Municipal Water Finance Authority, New York,                             |                |                  |              |
| 3,500                                  | 2003 Ser A   | 5.375          | 06/15/19         | 3,745,630    |
| 18,000                                 | 2002 Ser B   | 5.00           | 06/15/26         | 18,411,480   |

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|         |  |       |          |             |
|---------|--|-------|----------|-------------|
| 10,000  | 2004 Ser A   | 5.00  | 06/15/35 | 10,218,900  |
| 4,500   | Charlotte, North Carolina, Water & Sewer Ser 2001                  | 5.125 | 06/01/26 | 4,694,220   |
| 10,000  | Austin, Texas, Water & Wastewater Refg Ser 2001 A (FSA)            | 5.125 | 05/15/27 | 10,251,500  |
| 15,000  | Houston, Texas, Combined Utility First Lien Refg 2004 Ser A (FGIC) | 5.25  | 05/15/23 | 15,840,300  |
| 13,960  | San Antonio, Texas, Water & Refg Ser 2001 (FGIC)                   | 5.00  | 05/15/26 | 14,243,248  |
| 2,000   | Fairfax County Water Authority, Virginia, Refg Ser 1992            | 6.00  | 04/01/22 | 2,078,560   |
| 134,325 |  |       |          | 139,318,569 |

See Notes to Financial Statements

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Morgan Stanley Quality Municipal Income Trust

Portfolio of Investments April 30, 2006 (unaudited) continued

| PRINCIPAL<br>AMOUNT<br>IN<br>THOUSANDS |   | COUPON<br>RATE | MATURITY<br>DATE | VALUE         |
|--|---|----------------|------------------|---------------|
|  | <i>Other Revenue (8.6%)</i>   |                |                  |               |
| \$ 10,000                              | California Economic Recovery, Ser 2004 A  | 5.00%          | 07/01/16         | \$ 10,568,100 |
| 6,000                                  | Golden State Tobacco Securitization Corporation, California, Enhanced Asset Backed Ser 2005 A (Ambac)                       | 5.00           | 06/01/29         | 6,124,380     |
| 2,000                                  | New Jersey Economic Development Authority, Cigarette Tax Ser 2004   | 5.75           | 06/15/29         | 2,114,820     |
| 2,000                                  | New York City Transitional Finance Authority, New York, Refg 2003 Ser A   | 5.50           | 11/01/26         | 2,150,780     |
| 10,000                                 | Tobacco Settlement Financing Corporation, New York, State Contingency Ser 2003 B-1C   | 5.50           | 06/01/17         | 10,620,600    |
| 30,000                                 |   |                |                  | 31,578,680    |
|  | <i>Refunded (4.0%)</i>  |                |                  |               |
| 5,000                                  | California Infrastructure & Economic Development Bank, Bay Area Toll Bridges Seismic Retrofit First Lien Ser 2003 A (Ambac) | 5.00           | 07/01/28†        | 5,376,000     |
| 3,400                                  | Maine Turnpike Authority, Ser 2000 (FGIC)   | 5.50           | 07/01/10†        | 3,652,110     |
| 5,000                                  | Dauphin County General Authority, Pennsylvania, HAPSO Group/ Western Pennsylvania Hospital Refg 1992 Ser A (MBIA) (ETM)     | 6.25           | 07/01/16         | 5,648,800     |
| 13,400                                 |   |                |                  | 14,676,910    |
| 534,120                                | Total Tax-Exempt Municipal Bonds (Cost \$538,889,346)   |                |                  | 558,831,462   |



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|           |  |       |          |                |
|-----------|--|-------|----------|----------------|
|           | Short-Term Tax-Exempt Municipal Obligations (2.9%)   |       |          |                |
| 1,300     | Orange County Sanitation District, California, Ser 2000 B<br>COPs (Demand 05/01/06)                                    | 3.75* | 08/01/30 | 1,300,000      |
|           | Philadelphia Hospital and Higher Education Facilities  |       |          |                |
| 3,900     | Children's Hospital of Philadelphia Ser 2003 A<br>(Demand 05/01/06)  | 3.78* | 02/15/14 | 3,900,000      |
| 3,600     | Children's Hospital of Philadelphia Ser 2002 A<br>(Demand 05/01/06)  | 3.76* | 07/01/22 | 3,600,000      |
| 1,900     | Harris County Health Facilities Development Corporation,<br>Texas, St Luke's Episcopal Ser 2001 B (Demand<br>05/01/06) | 3.81* | 02/15/31 | 1,900,000      |
| 10,700    | Total Short-Term Tax-Exempt Municipal Obligations (Cost \$10,700,000)  |       |          | 10,700,000     |
| \$544,820 | Total Investments (Cost \$549,589,346) (a) (b)   |       | 155.4 %  | 569,531,462    |
|           | Other Assets in Excess of Liabilities  |       | 1.4      | 5,126,623      |
|           | Preferred Shares of Beneficial Interest  |       | (56.8)   | (208,104,955)  |
|           | Net Assets Applicable to Common Shareholders   |       | 100.0 %  | \$ 366,553,130 |

See Notes to Financial Statements

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Morgan Stanley Quality Municipal Income Trust

Portfolio of Investments April 30, 2006 (unaudited) continued

Note: The categories of investments are shown as a percentage of net assets applicable to common shareholders.

|       |  |
|-------|--|
| AMT   | Alternative Minimum Tax.                                       |
| COPs  | Certificates of Participation.                                 |
| ETM   | Escrowed to Maturity.  |
| PSF   | Texas Permanent School Fund Guarantee Program.                 |
| RITES | Residual Interest Tax-Exempt Securities (Illiquid securities). |
| ROLS  | Reset Option Longs (Illiquid security).                        |
| WI    | Security purchased on a when-issued basis.                     |
| †     | Prerefunded to call date shown.                                |

‡ A portion of this security has been physically segregated in connection with open futures contracts in the amount of \$355,000.

€ Current coupon rate for inverse floating rate municipal obligation. This rate resets periodically as the auction rate on the related security changes. Positions in inverse floating rate municipal obligations have a total value of \$16,559,850 which represents 4.5% of net assets applicable to common shareholders.

# Security is a "Step-up" bond where the coupon increases on a predetermined future date.

\* Current coupon of variable rate demand obligation.

(a) Securities have been designated as collateral in an amount equal to \$90,237,905 in connection with open futures contracts and the purchase of when-issued securities.

(b) The aggregate cost for federal income tax purposes approximates the aggregate cost for book purposes. The aggregate gross unrealized appreciation is \$20,641,194 and the aggregate gross

unrealized depreciation is \$699,078, resulting in net unrealized appreciation of \$19,942,116.

Bond Insurance

|            |  |   |
|------------|--|---|
|            | Ambac  | Ambac Assurance Corporation.                    |
| Connie Lee | Connie Lee Insurance Company – A wholly owned subsidiary of Ambac Assurance Corporation. |   |
|            | FGIC   | Financial Guaranty Insurance Company.           |
|            | FSA  | Financial Security Assurance Inc.               |
|            | MBIA   | Municipal Bond Investors Assurance Corporation. |
|            | XLCA   | XL Capital Assurance Inc.                       |

Futures Contracts Open at April 30, 2006:

| NUMBER OF CONTRACTS | LONG/SHORT | DESCRIPTION, DELIVERY MONTH AND YEAR   | UNDERLYING FACE AMOUNT AT VALUE | UNREALIZED APPRECIATION |
|---------------------|------------|--|---------------------------------|-------------------------|
| 700                 | Short      | U.S. Treasury Notes 5 Yr<br>June 2006  | \$(72,909,375)                  | \$605,108               |
| 125                 | Short      | U.S. Treasury Notes 10 Yr<br>June 2006 | (13,197,266)                    | 245,750                 |
|                     |            | Total Unrealized Appreciation          |                                 | \$850,858               |

See Notes to Financial Statements

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Morgan Stanley Quality Municipal Income Trust

Financial Statements

Statement of Assets and Liabilities

April 30, 2006 (unaudited)

|  |               |
|--|---------------|
| Assets:  |               |
| Investments in securities, at value (cost \$549,589,346) | \$569,531,462 |
| Cash   | 271,001       |
| Interest receivable                                      | 8,922,636     |

|   |                |
|---|----------------|
| Prepaid expenses<br>and other assets  | 94,954         |
| Total Assets  | 578,820,053    |
| Liabilities:  |                |
| Payable for:  |                |
| Investments<br>purchased  | 3,633,137      |
| Variation margin  | 130,860        |
| Investment<br>advisory fee  | 128,133        |
| Common shares<br>of beneficial<br>interest<br>repurchased   | 89,343         |
| Administration<br>fee   | 37,965         |
| Transfer agent<br>fee   | 24,859         |
| Accrued<br>expenses and<br>other payables   | 117,671        |
| Total Liabilities   | 4,161,968      |
| Preferred shares<br>of beneficial<br>interest (at<br>liquidation<br>value)<br><i>(1,000,000<br/>shares<br/>authorized of<br/>non-participating<br/>\$.01 par value,<br/>4,160 shares<br/>outstanding)</i> | 208,104,955    |
| Net Assets<br>Applicable to<br>Common<br>Shareholders   | \$ 366,553,130 |
| Composition of<br>Net Assets<br>Applicable to<br>Common<br>Shareholders:  |                |
| Common shares<br>of beneficial<br>interest<br><i>(unlimited shares<br/>authorized of<br/>\$.01 par value,<br/>24,350,898<br/>shares)</i>  | \$ 340,892,824 |

|  |               |
|--|---------------|
| <i>outstanding)</i>  |               |
| Net unrealized appreciation  | 20,792,974    |
| Accumulated undistributed net investment income                        | 2,010,355     |
| Accumulated undistributed net realized gain                            | 2,856,977     |
| Net Assets Applicable to Common Shareholders                           | \$366,553,130 |
| Net Asset Value Per Common Share                                       |               |
| <i>(\$366,553,130 divided by 24,350,898 common shares outstanding)</i> | \$ 15.05      |

Statement of Operations

For the six months ended April 30, 2006 (unaudited)

|                                  |              |
|----------------------------------|--------------|
| Net Investment Income:           |              |
| Interest Income                  | \$13,969,450 |
| Expenses                         |              |
| Investment advisory fee          | 785,035      |
| Auction commission fees          | 352,729      |
| Administration fee               | 232,603      |
| Transfer agent fees and expenses | 71,700       |
| Professional fees                | 27,865       |
| Auction agent fees               | 21,154       |
| Custodian fees                   | 12,604       |

|  |              |
|--|--------------|
| Shareholder reports and notices                                | 12,480       |
| Registration fees  | 9,274        |
| Trustees' fees and expenses                                    | 6,962        |
| Other  | 44,237       |
| Total Expenses   | 1,576,643    |
| Less: expense offset   | (4,325)      |
| Net Expenses   | 1,572,318    |
| Net Investment Income  | 12,397,132   |
| Net Realized and Unrealized Gain (Loss):                       |              |
| Net Realized Gain on:  |              |
| Investments  | 2,236,578    |
| Futures contracts  | 2,211,470    |
| Net Realized Gain  | 4,448,048    |
| Net Change in Unrealized Appreciation on:                      |              |
| Investments  | (5,044,131)  |
| Futures contracts  | (740,184)    |
| Net Depreciation   | (5,784,315)  |
| Net Loss   | (1,336,267)  |
| Dividends to preferred shareholders from net investment income | (3,090,512)  |
| Net Increase   | \$ 7,970,353 |

See Notes to Financial Statements

## Morgan Stanley Quality Municipal Income Trust

## Financial Statements continued

## Statements of Changes in Net Assets

|   | FOR THE SIX<br>MONTHS<br>ENDED<br>APRIL 30, 2006<br>(unaudited) | FOR THE YEAR<br>ENDED<br>OCTOBER 31,<br>2005 |
|---|---|--|
| Increase (Decrease) in Net Assets:  |   |  |
| Operations:   |   |  |
| Net investment income   | \$ 12,397,132   | \$ 25,631,882                                |
| Net realized gain   | 4,448,048   | 5,487,264                                    |
| Net change in unrealized appreciation/depreciation  | (5,784,315)   | (9,479,923)                                  |
| Dividends to preferred shareholders from net investment income  | (3,090,512)   | (4,038,019)                                  |
| Net Increase  | 7,970,353   | 17,601,204                                   |
| Dividends and Distributions to Common Shareholders from:  |   |  |
| Net investment income   | (10,390,489)  | (20,909,486)                                 |
| Net realized gain   | (6,385,482)   | —  |
| Total Dividends and Distributions   | (16,775,971)  | (20,909,486)                                 |
| Decrease from transactions in common shares of beneficial interest  | (10,135,490)  | (18,750,502)                                 |
| Net Decrease  | (18,941,108)  | (22,058,784)                                 |
| Net Assets Applicable to Common Shareholders:   |   |  |
| Beginning of period   | 385,494,238   | 407,553,022                                  |
| End of Period   |   |  |
| <i>(Including accumulated undistributed net investment income of \$2,010,355 and \$3,094,224, respectively)</i> | \$366,553,130   | \$385,494,238                                |

See Notes to Financial Statements

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## Morgan Stanley Quality Municipal Income Trust

## Notes to Financial Statements April 30, 2006 (unaudited)

## 1. Organization and Accounting Policies

Morgan Stanley Quality Municipal Income Trust (the "Trust") is registered under the Investment Company Act of 1940, as amended, as a diversified, closed-end management investment company. The Trust's investment objective is to provide current income which is exempt from federal income tax. The Trust was organized as a Massachusetts

business trust on March 12, 1992 and commenced operations on September 29, 1992.

The following is a summary of significant accounting policies:

A. Valuation of Investments — (1) portfolio securities are valued by an outside independent pricing service approved by the Trustees. The pricing service uses both a computerized grid matrix of tax-exempt securities and evaluations by its staff, in each case based on information concerning market transactions and quotations from dealers which reflect the mean between the last reported bid and asked price. The portfolio securities are thus valued by reference to a combination of transactions and quotations for the same or other securities believed to be comparable in quality, coupon, maturity, type of issue, call provisions, trading characteristics and other features deemed to be relevant. The Trustees believe that timely and reliable market quotations are generally not readily available for purposes of valuing tax-exempt securities and that the valuations supplied by the pricing service are more likely to approximate the fair value of such securities; (2) futures are valued at the latest sale price on the commodities exchange on which they trade unless it is determined that such price does not reflect their market value, in which case they will be valued at their fair value as determined in good faith under procedures established by and under the supervision of the Trustees; and (3) short-term debt securities having a maturity date of more than sixty days at time of purchase are valued on a mark-to-market basis until sixty days prior to maturity and thereafter at amortized cost based on their value on the 61st day. Short-term debt securities having a maturity date of sixty days or less at the time of purchase are valued at amortized cost.

B. Accounting for Investments — Security transactions are accounted for on the trade date (date the order to buy or sell is executed). Realized gains and losses on security transactions are determined by the identified cost method. Discounts are accreted and premiums are amortized over the life of the respective securities. Interest income is accrued daily.

C. Futures Contracts — A futures contract is an agreement between two parties to buy and sell financial instruments or contracts based on financial indices at a set price on a future date. Upon entering into such a contract, the Trust is required to pledge to the broker cash, U.S. Government securities or other liquid portfolio securities equal to the minimum initial margin requirements of the applicable futures exchange. Pursuant to the contract, the Trust agrees to receive from or pay to the broker an amount of cash equal to the daily fluctuation in the value of the contract. Such receipts or payments known as variation margin are recorded by the Trust as unrealized gains and losses. Upon closing of the contract, the Trust realizes a gain or loss equal to the difference between the value of the contract at the time it was opened and the value at the time it was closed.

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Morgan Stanley Quality Municipal Income Trust

Notes to Financial Statements April 30, 2006 (unaudited) continued

D. Federal Income Tax Policy — It is the Trust's policy to comply with the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute substantially all of its taxable and nontaxable income to its shareholders. Accordingly, no federal income tax provision is required.

E. Dividends and Distributions to Shareholders — Dividends and distributions to shareholders are recorded on the ex-dividend date.

F. Use of Estimates — The preparation of financial statements in accordance with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts and disclosures. Actual results could differ from those estimates.

## 2. Investment Advisory/Administration Agreements

Pursuant to an Investment Advisory Agreement with Morgan Stanley Investment Advisors Inc. (the “Investment Adviser”), the Trust pays an advisory fee, calculated weekly and payable monthly, by applying the annual rate of 0.27% to the Trust's weekly total net assets including preferred shares.

Pursuant to an Administration Agreement with Morgan Stanley Services Company Inc. (the “Administrator”), an affiliate of the Investment Adviser, the Trust pays an administration fee, calculated weekly and payable monthly, by applying the annual rate of 0.08% to the Trust's weekly total net assets including preferred shares.

## 3. Security Transactions and Transactions with Affiliates

The cost of purchases and proceeds from sales of portfolio securities, excluding short-term investments, for the six months ended April 30, 2006, aggregated \$29,166,367 and \$46,261,300, respectively.

Morgan Stanley Trust, an affiliate of the Investment Adviser and Administrator is the Trust's transfer agent.

The Trust has an unfunded noncontributory defined benefit pension plan covering certain independent Trustees of the Trust who will have served as independent Trustees for at least five years at the time of retirement. Benefits under this plan are based on factors which include years of service and compensation. The Trustees voted to close the plan to new participants and eliminate the future benefits growth due to increases to compensation after July 31, 2003. Aggregate pension costs for the six months ended April 30, 2006, included in Trustees' fees and expenses in the Statement of Operations amounted to \$3,196. At April 30, 2006, the Trust had an accrued pension liability of \$56,117 which is included in accrued expenses in the Statement of Assets and Liabilities.

The Trust has an unfunded Deferred Compensation Plan (the “Compensation Plan”) which allows each independent Trustee to defer payment of all, or a portion, of the fees he receives for serving on the Board of Trustees. Each eligible Trustee generally may elect to have the deferred amounts credited with a return equal

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Morgan Stanley Quality Municipal Income Trust

Notes to Financial Statements April 30, 2006 (unaudited) continued

to the total return on one or more of the Morgan Stanley funds that are offered as investment options under the Compensation Plan. Appreciation/depreciation and distributions received from these investments are recorded with an offsetting increase/decrease in the deferred compensation obligation and do not affect the net asset value of the Trust.

## 4. Preferred Shares of Beneficial Interest

The Trust is authorized to issue up to 1,000,000 non-participating preferred shares of beneficial interest having a par value of \$.01 per share, in one or more series, with rights as determined by the Trustees, without approval of the



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common shareholders. The Trust has issued Series 1 through 5 Auction Rate Preferred Shares (“preferred shares”) which have a liquidation value of \$50,000 per share plus the redemption premium, if any, plus accumulated but unpaid dividends, whether or not declared, thereon to the date of distribution. The Trust may redeem such shares, in whole or in part, at the original purchase price of \$50,000 per share plus accumulated but unpaid dividends, whether or not declared, thereon to the date of redemption.

Dividends, which are cumulative, are reset through auction procedures.

| SERIES | SHARES* | AMOUNT        |       | RESET DATE | RANGE OF DIVIDEND RATES** |
|--------|---------|---------------|-------|------------|---------------------------|
|        |         | IN THOUSANDS* | RATE* |            |                           |
| 1      | 1,120   | \$ 56,000     | 3.70% | 05/03/06   | 2.75% – 3.70%             |
| 2      | 400     | 20,000        | 3.59  | 05/04/06   | 2.49 – 3.70               |
| 3      | 1,120   | 56,000        | 2.25  | 07/06/06   | 2.25                      |
| 4      | 1,120   | 56,000        | 3.65  | 05/04/06   | 1.50 – 3.65               |
| 5      | 400     | 20,000        | 3.41  | 05/05/06   | 2.30 – 3.75               |

\* As of April 30, 2006.

\*\* For the six months ended April 30, 2006.

Subsequent to April 30, 2006 and up through June 2, 2006, the Trust paid dividends to each of the Series 1 through 5 at rates ranging from 2.25% to 3.72% in the aggregate amount of \$722,968.

The Trust is subject to certain restrictions relating to the preferred shares. Failure to comply with these restrictions could preclude the Trust from declaring any distributions to common shareholders or purchasing common shares and/or could trigger the mandatory redemption of preferred shares at liquidation value.

The preferred shares, which are entitled to one vote per share, generally vote with the common shares but vote separately as a class to elect two Trustees and on any matters affecting the rights of the preferred shares.

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Morgan Stanley Quality Municipal Income Trust

Notes to Financial Statements April 30, 2006 (unaudited) continued

5. Common Shares of Beneficial Interest

Transactions in common shares of beneficial interest were as follows:

| SHARES | PAR VALUE | CAPITAL PAID IN EXCESS OF PAR VALUE |
|--------|-----------|-------------------------------------|
|--------|-----------|-------------------------------------|

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|   |             |           |               |
|---|-------------|-----------|---------------|
| Balance, October 31, 2004   | 26,432,420  | \$264,324 | \$369,608,124 |
| Treasury shares purchased and retired (weighted average discount 11.76%)* | (1,366,322) | (13,663)  | (18,736,839)  |
| Reclassification due to permanent book/tax differences                    | —           | —         | (93,632)      |
| Balance, October 31, 2005   | 25,066,098  | 250,661   | 350,777,653   |
| Treasury shares purchased and retired (weighted average discount 7.05%)*  | (715,200)   | (7,152)   | (10,128,338)  |
| Balance, April 30, 2006   | 24,350,898  | \$243,509 | \$340,649,315 |

\* The Trustees have voted to retire the shares purchased.

6. Dividends to Common Shareholders

On March 28, 2006, the Trust declared the following dividends from net investment income:

| AMOUNT | RECORD       | PAYABLE       |
|--------|--------------|---------------|
| PER    | DATE         | DATE          |
| SHARE  |              |               |
| \$0.07 | May 5, 2006  | May 19, 2006  |
| \$0.07 | June 9, 2006 | June 23, 2006 |

7. Expense Offset

The expense offset represents a reduction of custodian and transfer agent fees and expenses for earnings on cash balances maintained by the Trust.

8. Risks Relating to Certain Financial Instruments

The Trust may invest a portion of its assets in residual interest bonds, which are inverse floating rate municipal obligations. The prices of these securities are subject to greater market fluctuations during periods of changing prevailing interest rates than are comparable fixed rate obligations.

To hedge against adverse interest rate changes, the Trust may invest in financial futures contracts or municipal bond index futures contracts (“futures contracts”).

These futures contracts involve elements of market risk in excess of the amount reflected in the Statement of Assets and Liabilities. The Trust bears the risk of an unfavorable change in the value of the underlying securities. Risks may also arise upon entering into these contracts from the potential inability of the counterparties to meet the terms of their contracts.

## 9. Federal Income Tax Status

The amount of dividends and distributions from net investment income and net realized capital gains are determined in accordance with federal income tax regulations which may differ from generally accepted accounting principles. These “book/tax” differences are either considered temporary or permanent in nature. To the extent these differences are permanent in nature, such amounts are reclassified within the capital accounts based on their federal tax-basis treatment; temporary differences do not require reclassification. Dividends and distributions which exceed net investment income and net realized capital gains for tax purposes are reported as distributions of paid-in-capital.

As of October 31, 2005, the Trust had temporary book/tax differences primarily attributable to book amortization of discounts on debt securities, mark-to-market of open futures contracts and dividend payable.

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## Morgan Stanley Quality Municipal Income Trust

## Financial Highlights

Selected ratios and per share data for a common share of beneficial interest outstanding throughout each period:

|  | FOR THE SIX MONTHS ENDED APRIL 30, 2006 (unaudited) |          | FOR THE YEAR ENDED OCTOBER 31, |          |          |          |
|--|---|----------|--------------------------------|----------|----------|----------|
|  | 2005  | 2004     | 2003                           | 2002     | 2001     |          |
| Selected Per Share Data:   |   |          |                                |          |          |          |
| Net asset value, beginning of period                                 | \$ 15.38  | \$ 15.42 | \$ 15.54                       | \$ 15.60 | \$ 15.91 | \$ 15.22 |
| Income (loss) from investment operations:                            |   |          |                                |          |          |          |
| Net investment income*   | 0.50  | 1.00     | 0.97                           | 1.01     | 1.11     | 1.16     |
| Net realized and unrealized gain (loss)                              | (0.05)  | (0.17)   | 0.18                           | 0.24     | 0.01     | 0.76     |
| Common share equivalent of dividends paid to preferred shareholders* | (0.13)  | (0.16)   | (0.15)                         | (0.16)   | (0.20)   | (0.27)   |
| Total income from investment operations                              | 0.32  | 0.67     | 1.00                           | 1.09     | 0.92     | 1.65     |
| Less dividends and distributions from:                               |   |          |                                |          |          |          |
| Net investment income  | (0.42)  | (0.81)   | (0.88)                         | (0.90)   | (0.87)   | (0.87)   |
| Net realized gain  | (0.26)  | —        | (0.30)                         | (0.30)   | (0.39)   | (0.13)   |
| Total dividends and distributions                                    | (0.68)  | (0.81)   | (1.18)                         | (1.20)   | (1.26)   | (1.00)   |
| Anti-dilutive effect of acquiring treasury shares*                   | 0.03  | 0.10     | 0.06                           | 0.05     | 0.03     | 0.04     |
| Net asset value, end of period                                       | \$ 15.05  | \$ 15.38 | \$ 15.42                       | \$ 15.54 | \$ 15.60 | \$ 15.91 |

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|   |                       |           |           |                      |                      |           |
|---|-----------------------|-----------|-----------|----------------------|----------------------|-----------|
| Market value, end of period   | \$ 14.43              | \$ 13.71  | \$ 13.83  | \$ 14.55             | \$ 13.91             | \$ 14.48  |
| Total Return†   | 10.38% <sup>(1)</sup> | 5.14%     | 3.32%     | 13.82%               | 4.94%                | 16.59%    |
| Ratios to Average Net Assets of Common Shareholders:                      |                       |           |           |                      |                      |           |
| Total expenses (before expense offset)                                    | 0.84% <sup>(2)</sup>  | 0.88%     | 0.89%     | 0.83% <sup>(3)</sup> | 0.78% <sup>(3)</sup> | 0.74%     |
| Net investment income before preferred stock dividends                    | 6.62% <sup>(2)</sup>  | 6.41%     | 6.48%     | 6.58%                | 7.19%                | 7.47%     |
| Preferred stock dividends   | 1.65% <sup>(2)</sup>  | 1.01%     | 1.01%     | 1.05%                | 1.29%                | 1.71%     |
| Net investment income available to common shareholders                    | 4.97% <sup>(2)</sup>  | 5.40%     | 5.47%     | 5.53%                | 5.90%                | 5.76%     |
| Supplemental Data:  |                       |           |           |                      |                      |           |
| Net assets applicable to common shareholders, end of period, in thousands | \$366,553             | \$385,494 | \$407,553 | \$430,353            | \$450,417            | \$473,103 |
| Asset coverage on preferred shares at end of period                       | 276%                  | 285%      | 296%      | 307%                 | 316%                 | 325%      |
| Portfolio turnover rate   | 5% <sup>(1)</sup>     | 14%       | 16%       | 41%                  | 20%                  | 19%       |

\*The per share amounts were computed using an average number of common shares outstanding during the period.

†Total return is based upon the current market value on the last day of each period reported.

Dividends and distributions are assumed to be reinvested at the prices obtained under the Trust's dividend reinvestment plan. Total return does not reflect brokerage commissions.

(1) Not annualized.

(2) Annualized.

(3) Does not reflect the effect of the expense offset of 0.01%.

See Notes to Financial Statements

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## Morgan Stanley Quality Municipal Income Trust

### Revised Investment Policy

On August 24, 2005, the Trustees of Morgan Stanley Quality Municipal Income Trust (the "Trust") approved a change to the Trust's investment policy with respect to inverse floating rate municipal obligations whereby the Trust now would be permitted to invest up to 15% of its assets in inverse floating rate municipal obligations. The inverse floating rate municipal obligations in which the Trust will invest are typically created through a division of a fixed rate municipal obligation into two separate instruments, a short-term obligation and a long-term obligation. The interest rate on the short-term obligation is set at periodic auctions. The interest rate on the long-term obligation is the rate the issuer would have paid on the fixed income obligation: (i) *plus* the difference between such fixed rate and the rate on the short-term obligation, if the short-term rate is lower than the fixed rate; or (ii) *minus* such difference if the interest rate on the short-term obligation is higher than the fixed rate. The interest rates on these obligations generally move in the reverse direction of market interest rates. If market interest rates fall, the interest rate on the obligation will increase and if market interest rates increase, the interest rate on the obligation will fall. Inverse floating rate municipal obligations offer the potential for higher income than is available from fixed rate obligations of comparable

maturity and credit rating. They also carry greater risks. In particular, the prices of inverse floating rate municipal obligations are more volatile, *i.e.*, they increase and decrease in response to changes in interest rates to a greater extent than comparable fixed rate obligations.

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Morgan Stanley Quality Municipal Income Trust

Results of Annual Shareholder Meeting

At the Trust's annual meeting of shareholders held on October 26, 2005, and subsequently adjourned until February 15, 2006 with respect to the proposals set forth below, the voting results with respect to these proposals were as follows:

(1) Approval of a modification to the Trust's investment policies to enable the Trust to invest at least 80% of its total assets in Municipal Obligations, including Municipal Bonds which are rated in the four highest investment grades by Moody's Investor Services, Inc., Standard & Poor's Ratings Group or another nationally recognized statistical rating organization or, if not rated, are determined by the Investment Adviser to be of comparable quality:

|                        |            |         |         |
|------------------------|------------|---------|---------|
|                        | FOR        | AGAINST | ABSTAIN |
| Common Shareholders    | 13,893,936 | 864,949 | 868,765 |
|                        | FOR        | AGAINST | ABSTAIN |
| Preferred Shareholders | 2,520      | 184     | 0       |

(2) Approval of a modification to the Trust's investment policies to enable the Trust to invest up to 20% of its assets in either taxable or tax-exempt securities, including 5% in Municipal Obligations rated below investment grade by Moody's Investor Services, Inc., Standard & Poor's Ratings Group or another nationally recognized statistical rating organization or, if not rated, are determined by the Investment Adviser to be of comparable quality:

|                        |            |           |           |
|------------------------|------------|-----------|-----------|
|                        | FOR        | AGAINST   | ABSTAIN   |
| Common Shareholders    | 12,790,817 | 1,808,587 | 1,028,246 |
|                        | FOR        | AGAINST   | ABSTAIN   |
| Preferred Shareholders | 2,520      | 184       | 0         |

(3) Approval of a modification to the investment policies of the Trust designating the Trust's investment policies as non-fundamental policies of the Trust:

|  |     |         |         |
|--|-----|---------|---------|
|  | FOR | AGAINST | ABSTAIN |
|--|-----|---------|---------|

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|                        |            |           |           |
|------------------------|------------|-----------|-----------|
| Common Shareholders    | 12,203,638 | 1,946,641 | 1,477,371 |
|                        | FOR        | AGAINST   | ABSTAIN   |
| Preferred Shareholders | 2,520      | 184       | 0         |

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**Trustees**

MORGAN STANLEY FUNDS

Michael Bozic  
 Charles A. Fiumefreddo  
 Edwin J. Garn  
 Wayne E. Hedien  
 James F. Higgins  
 Dr. Manuel H. Johnson  
 Joseph J. Kearns  
 Michael E. Nugent  
 Fergus Reid

Morgan Stanley  
 Quality Municipal  
 Income Trust

Semiannual Report  
 April 30, 2006

**Officers**

Charles A. Fiumefreddo  
*Chairman of the Board*

Ronald E. Robison  
*President and Principal Executive Officer*

J. David Germany  
*Vice President*

Dennis F. Shea  
*Vice President*

Barry Fink  
*Vice President*

Amy R. Doberman  
*Vice President*

Carsten Otto  
*Chief Compliance Officer*

Stefanie V. Chang Yu  
*Vice President*

Francis J. Smith  
*Treasurer and Chief Financial Officer*

Mary E. Mullin  
*Secretary*

**Transfer Agent**

Morgan Stanley Trust  
Harborside Financial Center, Plaza Two  
Jersey City, New Jersey 07311

**Independent Registered Public  
Accounting Firm**

Deloitte & Touche LLP  
Two World Financial Center  
New York, New York 10281

**Investment Adviser**

Morgan Stanley Investment Advisors Inc.  
1221 Avenue of the Americas  
New York, New York 10020

The financial statements included herein  
have been taken from the records of the  
Trust without examination by the  
independent auditors and accordingly they  
do not express an opinion thereon.

Investments and services offered through  
Morgan Stanley DW Inc., member SIPC.

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