

"CoreNotes" is a service mark of Merrill Lynch \& Co., Inc.

Interest Payment Dates......................... Monthly, on the 1st day of each month commencing March 1 , 2004 and at maturity. If any Interest
Payment Date falls on a day that is not a Business Day, payment will be made on the immediately succeeding Business Day and no interest
will accrue as a result of
the delayed payment.
Interest Reset Dates...........................
Monthly, on the 1st day of each month commencing March 1, 2004 regardless of whether such day is a Business Day.

Survivor's Option............................... Yes.

| CUSIP Number. | 5901M0DQ9 |
| :---: | :---: |
| Form of Notes. | Book-entry. |
| Denominations. | We will issue and sell the Notes in denominations of $\$ 1,000$ and integral multiples of $\$ 1,000$ in excess thereof. |
| Trustee | JPMorgan Chase Bank |
| Calculation Agent. | Merrill Lynch, Pierce, Fenner \& Smith Incorporated ("MLPF\&S") |
|  | All determinations made by the calculation agent will be at the sole discretion of the calculation agent and, absent manifest error, will be conclusive for all purposes and binding on Merrill Lynch \& Co., Inc. ("ML\&Co.") and beneficial owners of the Notes. |
|  | All percentages resulting from any calculation on the Notes will be rounded to the nearest one hundred-thousandth of a percentage point, with five one-millionths of a percentage point rounded upwards, e.g., $9.876545 \%$ (or .09876545) would be rounded to 9.87655\% (or .0987655). All dollar amounts used in or resulting from this calculation will be rounded to the nearest cent with one-half cent being rounded upwards. |
| Proceeds to ML\&Co. | \$23,640,000 |
| Purchasing Agent............................. | MLPF\&S |
| Purchasing Agent's Discount. | \$360,000 |
|  | PS-2 |
| </TABLE> |  |

## RISK FACTORS

Your investment in the Notes involves certain risks. In consultation with your own financial and legal advisers, you should carefully consider, among other matters, the following discussion of risks, as well as the risk described in the accompanying prospectus supplement before deciding whether an investment in the Notes is suitable for you.

Structure risks of Notes indexed to the Consumer Price Index
The interest payable on the Notes is indexed to the performance of the Consumer Price Index over twelve month periods. As a result, the possibility exists that you could receive little, or no, interest on a given Interest Payment Date. The Consumer Price Index is likely to increase only slightly or decrease over periods of deflation or little or no inflation. We have no control over a number of matters, including economic, financial and political events, that are important in determining the existence, magnitude and longevity of such events and their results. In recent years, values of certain indices such as the Consumer Price Index have been volatile and volatility may be expected in the future. However, past experience is not necessarily indicative of what may occur in the future.

Your yield may be lower than the yield on a standard debt security of comparable maturity

The yield that you will receive on your Notes may be less than the return you could earn on other investments. Your yield may be less than the yield you would earn if you bought a standard senior non-callable debt security of ML\&Co. with the same maturity date. Your investment may not reflect the full opportunity cost to you when you take into account factors that affect the time value of money.

## CONSUMER PRICE INDEX

The amount of interest payable on the Notes on each Interest Payment Date will be linked to changes in the Consumer Price Index. The "Consumer Price Index" for purposes of the Notes is the nonseasonally adjusted U.S. City Average All Items Consumer Price Index for All Urban Consumers, published monthly by the Bureau of Labor Statistics of the U.S. Department of Labor. The Consumer Price Index is expressed in relative terms in relation to the 1982-1984 time base reference period for which the level of Consumer Price Index was set at 100.0. The Consumer Price Index for any given month is published during the following month.

The Consumer Price Index is a measure of the average change in consumer
prices over time for a fixed market basket of goods and services, including food, clothing, shelter, fuels, transportation, charges for doctors and dentists services, and drugs. In calculating the Consumer Price Index, price changes for the various items are averaged together with weights that represent their importance in the spending of urban households in the United States. The contents of the market basket of goods and services and the weights assigned to the various items are updated periodically by the Bureau of Labor Statistics to take into account changes in consumer expenditure patterns.

The value of the Consumer Price Index for any given month will be the value reported on Bloomberg page CPURNSA or any successor service or successor page thereto. If such value for the Consumer Price Index is not available on a successor page or successor service such value will be determined in the sole discretion of the Calculation Agent.

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The following table sets forth the value of the Consumer Price Index from January 1998 to December 2003, as reported by the Bureau of Labor Statistics and reported on Bloomberg page CPURNSA. This historical data is presented for informational purposes only. Past movements of the Consumer Price Index is not necessarily indicative of future values.
<TABLE>
<CAPTION>

|  | 1998 | 1999 | 2000 | 2001 | 2002 | 2003 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| <S> | <C> | <C> | <C> | <C> | <C> | <C> |
| January | 161.6 | 164.3 | 168.8 | 175.1 | 177.1 | 181.7 |
| February | 161.9 | 164.5 | 169.8 | 175.8 | 177.8 | 183.1 |
| March | 162.2 | 165.0 | 171.2 | 176.2 | 178.8 | 184.2 |
| April | 162.5 | 166.2 | 171.3 | 176.9 | 179.8 | 183.8 |
| May | 162.8 | 166.2 | 171.5 | 177.7 | 179.8 | 183.5 |
| June | 163.0 | 166.2 | 172.4 | 178.0 | 179.9 | 183.7 |
| July | 163.2 | 166.7 | 172.8 | 177.5 | 180.1 | 183.9 |
| August | 163.4 | 167.1 | 172.8 | 177.5 | 180.7 | 184.6 |
| September | 163.6 | 167.9 | 173.7 | 178.3 | 181.0 | 185.2 |
| October | 164.0 | 168.2 | 174.0 | 177.7 | 181.3 | 185.0 |
| November | 164.0 | 168.3 | 174.1 | 177.4 | 181.3 | 184.5 |
| December | 163.9 | 168.3 | 174.0 | 176.7 | 180.9 | 184.3 |

To illustrate the Interest Rate Basis applicable the Notes, assuming i) December 1, 2003 were an Interest Reset Date, ii) a Maximum Interest Rate of $8.80 \%$ and iii) a Spread of $0.35 \%$, based on the historical information presented in the table above, the per annum interest rate applicable to the Notes until the next Interest Reset Date would have been $4.29 \%$, calculated as follows:
185.2 minus $181=4.2$
4.2 divided by $181=2.32 \%$
$2.32 \%$ times $2=4.64 \%$
$4.64 \%$ minus $0.35 \%=4.29 \%$
In accordance with the formula used in determining the Interest Rate Basis, the September 2003 and September 2002 values of the Consumer Price Index were used in the calculating the above example.
UNITED STATES FEDERAL INCOME TAXATION

Under the OID Regulations (as defined in the accompanying Prospectus Supplement), the Notes will be treated as providing for stated interest at a single objective rate.

Prospective investors should consult the summary describing the principal U.S. federal income tax consequences of the ownership and disposition of the Notes contained in the section entitled "United States Federal Income Taxation" in the accompanying Prospectus Supplement.

