

Merrill Lynch & Co., Inc.  
95 Greene Street  
Jersey City, New Jersey 07302

February 10, 2003

[LOGO] MERRILL LYNCH

OFICS Filer Support  
SEC Operations Center  
6432 General Green Way  
Alexandria, Virginia 22312-2413

Attention: 1933 Act Filing Desk

Re: Registration Statement No. 333-97937

With reference to the above captioned Registration Statement and in compliance with Rule 424(b)(3) adopted under the Securities Act of 1933, as amended, we enclose herewith for filing, one copy, marked as required, one Prospectus and Prospectus Supplement dated September 25, 2002 relating to Merrill Lynch & Co., Inc. Medium-Term Notes to be used on and after this date. In addition, please reference that this note is not listed on any exchange.

Very truly yours,

/s/ Mark Youngclaus

Mark Youngclaus  
Vice President

PROSPECTUS SUPPLEMENT  
(To the Prospectus Supplement and  
Prospectus dated September 25, 2002)  
Prospectus Supplement Number: 2269

File No. 333-97937  
Rule 424(b)(3)

Merrill Lynch & Co., Inc.  
Medium-Term Notes, Series B  
Due Nine Months or More from Date of Issue

Floating Rate Notes

Principal Amount: \$25,000,000      Original Issue Date: December 17, 2002

Issue Price: 100.00%      Stated Maturity Date: January 17, 2006

CUSIP Number: 59018YPP0

Interest Calculation:      [ ] Day Count Convention:  
[X] Regular Floating Rate Note      [X] Actual/360  
[ ] Inverse Floating Rate Note      [ ] 30/360  
(Fixed Interest Rate):      [ ] Actual/Actual

Interest Rate Basis:  
[X] LIBOR      [ ] Commercial Paper Rate  
[ ] CMT Rate      [ ] Eleventh District Cost of Funds Rate  
[ ] Prime Rate      [ ] CD Rate  
[ ] Federal Funds Open Rate      [ ] Other (see attached)  
[ ] Treasury Rate

Designated CMT Page:      Designated LIBOR Page:  
CMT Telerate Page:      LIBOR Telerate Page: 3750  
CMT Reuters Page:      LIBOR REUTERS Page:

Index Maturity: Three Month      Minimum Interest Rate: Not Applicable

Spread: Plus 0.55%      Maximum Interest Rate: Not Applicable

Initial Interest Rate: Calculated as      Spread Multiplier: Not Applicable  
if the Original  
Issue Date was  
an Interest Reset  
Date

Interest Reset Dates: Quarterly, on the 17th of January, April, July and  
October, commencing on January 17, 2003, subject to  
modified following Business Day convention.

Interest Payment Dates: Quarterly, on the 17th of January, April, July and  
October, commencing on January 17, 2003, subject to  
modified following Business Day convention.

Repayment at the  
Option of the Holder: The Notes cannot be repaid prior to the Stated Maturity  
Date.

Redemption at the  
Option of the Company: The Notes cannot be redeemed prior to the Stated  
Maturity Date.

Form: The Notes are being issued in fully registered  
book-entry form.

Trustee: JPMorgan Chase Bank

Dated: December 12, 2002