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PROSPECTUS SUPPLEMENT  
File No. 333-52822

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(To Prospectus Supplement and Prospectus dated January 24, 2001)  
424(b) (3)

Rule

Merrill Lynch & Co., Inc.

Medium Term Notes, Series B  
Due Nine Months or More from Date of Issue

Fixed Rate Notes

Principal Amount: \$1,000,000,000  
Discount: 0.250%  
Issue Price: 100.00%  
Proceeds: \$997,500,000.00  
Cusip Number: 59018Y KB6  
Interest Rate: 5.35000% per annum  
Original Issue Date: June 12, 2001  
Stated Maturity Date: June 15, 2004  
Interest Payment Dates: Each June 15th and December 15th, commencing on December 15, 2001 until maturity.  
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: The Chase Manhattan Bank  
Underwriters: Merrill Lynch, Pierce, Fenner & Smith Incorporated ("MLPF&S"), BNP Paribas Securities Corp. and HSBC Securities (USA) Inc. (the "Underwriters"), are acting as principals in this transaction. MLPF&S is acting as the Lead Underwriter.  
Pursuant to an agreement, dated June 7, 2001 (the "Agreement"), between the Company and the Underwriters, the Company has agreed to sell to each of the Underwriters and each of the Underwriters has severally and not jointly agreed to purchase the principal amount of Notes set forth opposite its name below:

Amount of the Notes	Underwriters	Principal
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\$980,000,000	Merrill Lynch, Pierce, Fenner & Smith	
	Incorporated	
\$10,000,000	BNP Paribas Securities Corp.	
\$10,000,000	HSBC Securities (USA) Inc.	
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\$1,000,000,000	Total	

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Pursuant to the Agreement, the obligations of the Underwriters are subject to certain conditions and the Underwriters are committed to take and pay for all of the Notes, if any are taken.

part of the Notes  
offering, the Issue

The Underwriters have advised the Company that they propose initially to offer all or  
directly to the public at the Issue Price listed above. After the initial public  
Price may be changed.

including liabilities

The Company has agreed to indemnify the Underwriters against certain liabilities,  
under the Securities Act of 1933, as amended.

Dated:

June 7, 2001

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