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PROSPECTUS SUPPLEMENT

File No. 333-52822

Rule 424(b) (3)

(To the Prospectus Supplement and Prospectus dated January 24, 2001)

Prospectus Supplement Number: 2203

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

Floating Rate Notes

Principal Amount: \$100,000,000 Original Issue Date: February 27, 2002

CUSIP Number: 59018Y LW 9 Stated Maturity Date: February 27, 2004

Issue Price: 100%

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 Rate

// Other (see attached)

// Treasury Rate

Designated CMT Page:

Designated LIBOR Page:

CMT Telerate Page:

LIBOR Telerate Page:

CMT Reuters Page:

LIBOR Reuters Page:

Index Maturity: One Month

Minimum Interest Rate: Not Applicable

Spread: plus 0.21%

Maximum Interest Rate: Not Applicable

Initial Interest

Spread Multiplier: Not Applicable

Rate: Calculated as if  
the Original Issue  
Date was an  
Interest Reset  
Date

Interest Reset

Dates: Monthly, on the 27th of every month, commencing March 27,  
2002, subject to modified following business day convention.

Interest Payment

Dates: Monthly, on the 27th of every month, commencing March 27,  
2002, 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

Underwriters: Merrill Lynch, Pierce, Fenner & Smith Incorporated  
("MLPF&S"), HSBC Securities (USA) Inc. and First Union  
Securities, Inc. (the "Underwriters"), are acting as  
principals in this transaction. MLPF&S is acting as the  
Lead Underwriter.

Pursuant to an agreement, dated February 22, 2002 (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:

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Underwriters -----	Principal Amount of the Notes -----
Merrill Lynch, Pierce, Fenner & Smith Incorporated	\$96,000,000
HSBC Securities (USA) Inc.	\$2,000,000
First Union Securities, Inc.	\$2,000,000
	-----
Total	\$100,000,000

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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.

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

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

Dated: February 22, 2002