

April 2, 2009

Dear Investor:

You are listed as an investor or former investor in Merrill Lynch & Co., Inc. ("Merrill Lynch") common stock or certain preferred securities. Enclosed is a notice about the settlement of a class action lawsuit called *In re Merrill Lynch & Co., Inc. Securities, Derivative and ERISA Litigation*. You may be eligible to claim a payment from the settlement, or you may want to act on other legal rights. Important facts are highlighted below and explained more fully in the attached Notice.

Merrill Lynch Securities Class Action Settlement

- **14 Securities:** (1) Merrill Lynch common stock (NYSE: "MER" CUSIP 590188108) and certain preferred securities, specifically: (2) "MERPRD" CUSIP 59021F206; (3) "MERPRE" CUSIP 59021G204; (4) "MERPRF" CUSIP 59021K205; (5) "MERPRG" CUSIP 59021S703; (6) "MERPRH" CUSIP 59021S638; (7) "MERPRI" CUSIP 59021V839; (8) "MERPRJ" CUSIP 59021V813; (9) "MERPRL" CUSIP 59022C178; (10) "MERPRN" CUSIP 59022Y840; (11) "MERPRO" CUSIP 59022Y832; (12) "MERPRK" CUSIP 590199204; (13) "MERPRM" CUSIP 59024T203; and (14) "MERPRP" CUSIP 59025D207.
- **Time Period:** October 17, 2006 – December 31, 2008 (inclusive).
- **Settlement Amount:** \$475 million in cash (estimated average of \$0.881 per damaged common share and \$0.165 per damaged Preferred Security available for public purchase prior to January 17, 2008 as described in the attached Notice), plus interest.
- **Reasons for Settlement:** Avoids costs and risks from continuing the lawsuit; pays money to investors like you.
- **If the Case had not Settled:** There would have been pretrial motion practice and possibly a trial and appeals. The parties disagree on the liability and damage issues. (See Question 4 of the Notice for further explanation.)
- **Attorneys' Fees and Expenses:** Lawyers for investors will ask the Court for an award of attorneys' fees of up to approximately 7.82% of the settlement fund, and reimbursement of out-of-pocket costs and expenses in an amount not to exceed \$2,500,000, which will reduce the per share recovery by an estimated \$0.073 per damaged common share and \$0.014 per damaged Preferred Security available for public purchase prior to January 17, 2008 as described in the attached Notice. The attorneys' fees and expenses awarded by the Court will be paid out of the settlement fund as fees and expenses for investigating the facts, litigating the case, and negotiating and administering the settlement.
- **Deadlines:**
 - ▶ **To File Claims: September 9, 2009**
 - ▶ **To Request Exclusion: July 6, 2009**
 - ▶ **To File and Serve Objections: July 6, 2009**
 - ▶ **Court Hearing on Fairness of Settlement: July 27, 2009 at 4:00 p.m.**

- **More Information:**

Claims Administrator:

Merrill Lynch & Co., Inc. Securities Litigation
c/o Rust Consulting, Inc.
P.O. Box 9444
Minneapolis, MN 55440-9444
1-877-576-9980
www.MerrillLynchLitigation.com

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3300 Two Commerce Square
2001 Market Street
Philadelphia, PA 19103
215-963-0600

Other details about this settlement and the case are in the attached Notice.

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INTENTIONALLY.

United States District Court For The Southern District Of New York

In Re Merrill Lynch & Co., Inc. Securities, Derivative
and ERISA Litigation

Master File No. 07-cv-9633 (JSR)(DFE)

This Notice Relates Only To: The Securities Action

NOTICE OF PENDENCY AND PROPOSED SETTLEMENT OF CLASS ACTION, MOTION FOR ATTORNEYS' FEES AND EXPENSES AND COURT HEARING

If You Bought or Acquired the Common Stock or the Preferred Securities of Merrill Lynch & Co., Inc. Listed Below During the Period from October 17, 2006 Through and Including December 31, 2008, You Could Get a Payment from a Class Action Settlement.

*Whether or not you obtain a payment, all Settlement Class Member claims involving
Merrill Lynch common stock and the Preferred Securities during the Settlement Class Period
will be eliminated and resolved by this litigation if the settlement is approved.*

A federal court authorized this Notice. This is not a solicitation from a lawyer.

The settlement will provide a settlement fund of \$475 million in cash, plus interest (the "Settlement Fund"), to pay claims filed by investors who suffered damages from buying or acquiring Merrill Lynch common stock and certain "Preferred Securities" listed below between October 17, 2006 and December 31, 2008, inclusive (the "Settlement Class Period"). For shares purchased on or before January 16, 2008, the settlement represents an estimated average recovery of \$0.881 per damaged common share available for public trading (known as the "float") and \$0.165 per damaged share of Preferred Securities in the float. For shares purchased after January 16, 2008, the settlement represents an estimated average recovery of \$0.084 per damaged common share in the float and \$0.007 per damaged share of Preferred Securities in the average float. These figures are only estimates and assume all shares in the float are "damaged shares" and that claims are filed on behalf of 100% of the estimated damaged shares, and are before deduction of any fees and costs which the Court may award. Your actual recovery from the Settlement Fund will vary depending on when you purchased your Merrill Lynch common or Preferred Securities, the price you paid, the date of any sales and sales proceeds received, the number of eligible common and Preferred Securities purchased by other Settlement Class Members who elect to participate in the settlement, and other factors listed in the answer to Question 8 on pages 6-7 below.

List of Eligible Merrill Lynch Securities		Symbol	CUSIP No.
1.	Merrill Lynch Common Stock	MER	590188108
Nos. 2 – 14 below are collectively referred to as the "Preferred Securities" in this Notice			
2.	Merrill Lynch Capital Trust III - 7% Preferred - MER D	MERPRD	59021F206
3.	Merrill Lynch Capital Trust IV - 7.12% Preferred - MER E	MERPRE	59021G204
4.	Merrill Lynch Capital Trust V - 7.28% Preferred - MER F	MERPRF	59021K205
5.	Merrill Lynch Series 1 Floating Preferred - MER G	MERPRG	59021S703
6.	Merrill Lynch Series 2 Floating Preferred - MER H	MERPRH	59021S638
7.	Merrill Lynch Series 3 - 6.375% Preferred - MER I	MERPRI	59021V839
8.	Merrill Lynch Series 4 Floating Preferred - MER J	MERPRJ	59021V813
9.	Merrill Lynch Series 5 Floating Preferred - MER L	MERPRL	59022C178
10.	Merrill Lynch Series 6 - 6.70% Preferred - MER N	MERPRN	59022Y840
11.	Merrill Lynch Series 7 - 6.25% Preferred - MER O	MERPRO	59022Y832
12.	Merrill Lynch Capital Trust I - 6.45% Preferred - MER K	MERPRK	590199204
13.	Merrill Lynch Capital Trust II - 6.45% Preferred - MER M	MERPRM	59024T203
14.	Merrill Lynch Capital Trust III - 7.375% Preferred - MER P	MERPRP	59025D207

The settlement resolves a lawsuit concerning claims that Merrill Lynch did not properly disclose the extent of its exposure to subprime mortgage backed securities and related assets. Plaintiffs allege that as a result of these practices, the price of Merrill Lynch common stock and Preferred Securities was inflated artificially during much of the Settlement Class Period. If approved, this settlement will resolve the claims alleged against Defendants Merrill Lynch & Co., Inc. and its affiliates Merrill Lynch, Pierce, Fenner & Smith, Inc., Merrill Lynch Capital Trust I, Merrill Lynch Capital Trust II, and Merrill Lynch Capital Trust III (collectively, “Merrill Lynch”), as well as the claims brought against the underwriters of certain Merrill Lynch securities that were offered and sold during the Settlement Class Period, claims against Merrill Lynch’s accounting firm, Deloitte & Touche, LLP, and claims against certain of Merrill Lynch’s officers and directors who also were named as Defendants. If approved, the proposed settlement will also release related claims against other persons and entities affiliated with the Defendants as set forth more fully in response to Question 11 on pages 8-9 below. A further description of the claims in this case appears in the answer to Question 2 on page 4 below. The full list of Defendants appears on page 9 below.

By entering into the settlement, Defendants have not admitted the allegations in the lawsuit and Plaintiffs have not admitted that any of their claims are without merit. The parties do not agree on the merits of the claims or any damage issues. Defendants deny they engaged in any wrongdoing and deny that any Settlement Class Member can recover any damages. Lead Plaintiff State Teachers Retirement System of Ohio and Plaintiffs’ Co-Lead Counsel believe that this settlement is in the best interests of the Settlement Class considering the risks posed by further litigation and the possibility that absent the settlement, Settlement Class Members risk obtaining no recovery. See the answer to Question 4 on pages 5-6 below for further explanation.

Plaintiffs’ Co-Lead Counsel have expended considerable time and effort in the prosecution of this litigation on a contingent fee basis, and have advanced the expenses of the litigation in the expectation that if they were successful in obtaining a recovery for the Settlement Class they would be paid from such recovery, as is customary in this type of litigation. Plaintiffs’ Co-Lead Counsel have not received previously any compensation for their services in this litigation. Plaintiffs’ Co-Lead Counsel intend to ask the Court to award them attorneys’ fees of up to \$37,125,000 (approximately 7.82% of the Settlement Fund), along with reimbursement of out-of-pocket expenses in an amount not to exceed \$2,500,000. If the Court awards these amounts, the award will reduce the estimated average per share recovery by an estimated \$0.073 per damaged common share and by \$0.014 per damaged share of Preferred Securities available for purchase in the float on or before January 16, 2008, and by \$0.007 per damaged common share and by \$0.001 per damaged share of Preferred Securities available for purchase in the average float after January 16, 2008. In addition, the costs of providing notice to the Settlement Class Members and in processing the claims received will also be deducted from the Settlement Fund. See answer to Question 16, on page 10 below.

Your legal rights are affected whether you act, or don’t act. Read this Notice carefully.

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT:

SUBMIT A CLAIM FORM	The only way to receive a payment.
EXCLUDE YOURSELF	Receive no payment. This is the only option that allows you to ever be part of any other lawsuit against Defendants about the claims in this case.
OBJECT BUT REMAIN IN THE SETTLEMENT	Write to the Court about why you don’t like the settlement.
GO TO A HEARING	The Hearing on July 27, 2009 at 4:00 p.m. is open to the public. To speak in Court in support of any objection you may have filed, you will need to give advance written notice to the Court and the parties.
DO NOTHING	Receive no payment. Give up any rights you may have.

These rights and options – **and the deadlines to exercise them** – are explained in this Notice.

The Court still has to decide whether to approve the settlement. Payments will be made if the Court approves the settlement and after any appeals are resolved and claims are processed. Claims processing takes time. Please be patient.

For further information regarding this settlement, you may contact Plaintiffs’ Co-Lead Counsel for the Securities Action: Frederic S. Fox, Kaplan Fox & Kilsheimer LLP, 850 Third Avenue, 14th Floor, New York, NY 10022, telephone (212) 687-1980; Lawrence J. Lederer, Berger & Montague, P.C., 1622 Locust Street, Philadelphia, PA 19103, telephone (215) 875-3000; or M. Richard Komins, Barrack, Rodos & Bacine, 3300 Two Commerce Square, 2001 Market Street, Philadelphia, PA 19103, telephone (215) 963-0600; or the Claims Administrator, *Merrill Lynch & Co., Inc. Securities Litigation*, c/o Rust Consulting, Inc., P.O. Box 9444, Minneapolis, MN 55440-9444, telephone: 1-877-576-9980.

Please do not contact the Court, any representative of the Defendants or Merrill Lynch.

Questions? Call 1-877-576-9980 TOLL FREE, or VISIT: www.MerrillLynchLitigation.com

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BASIC INFORMATION

1. Why did I get this Notice package?

You may have purchased or acquired Merrill Lynch common stock or any of the Preferred Securities listed on page 1 above during the Settlement Class Period from October 17, 2006 through December 31, 2008.

The Court in charge of this case is the United States District Court for the Southern District of New York. The case is known as *In Re Merrill Lynch & Co., Inc. Securities, Derivative and ERISA Litigation*, Master File No. 07-cv-9633 (JSR)(DFE). However, the settlement described in this Notice applies only to the claims in the securities class action cases and not the claims in the related derivative or ERISA cases. Judge Jed Rakoff is the judge hearing this case. The people who sued are called plaintiffs. Merrill Lynch and the other parties who were sued in this case are the Defendants. The full list of Defendants appears on page 9 below. This case is one of several related actions which were filed against Defendants and others relating to Merrill Lynch’s exposures to, and disclosures relating to, subprime mortgages, securities backed by subprime mortgages and related assets. All such related cases were consolidated before Judge Rakoff under the caption *In Re Merrill Lynch & Co., Inc. Securities, Derivative and ERISA Litigation*, Master File No. 07-cv-9633 (JSR)(DFE).

This Notice is sent to you because you have a right to know about the proposed settlement of this case, and about all of your options, before the Court decides whether to approve the settlement. If the Court approves the settlement, and resolves any objections to the settlement submitted by Settlement Class Members and any appeals are resolved as explained below, then an administrator appointed by the Court will process the claims received and distribute the payments to Settlement Class Members with valid claims.

2. What is this lawsuit about?

Beginning in October 2007, a number of class action complaints alleging violations of federal securities laws were filed (the “Securities Action”), naming as defendants Merrill Lynch & Co., Inc., Merrill Lynch, Pierce, Fenner & Smith, Inc., Citigroup Global Markets, Morgan Stanley & Co., UBS Securities, Wachovia Capital Services and Deloitte & Touche LLP, certain Merrill Lynch officers and directors, and others.

On December 31, 2007, certain plaintiffs moved to consolidate the Securities Action and for appointment as lead plaintiff pursuant to the Private Securities Litigation Reform Act (“PSLRA”). On January 2, 2008, the State Teachers Retirement System of Ohio moved for appointment as lead plaintiff in the Securities Action.

On March 12, 2008, the Court consolidated the actions brought on behalf of investors in Merrill Lynch securities and appointed State Teachers Retirement System of Ohio as sole lead plaintiff in the Securities Action (the “Lead Plaintiff”). The Court also approved Lead Plaintiff’s selection of Kaplan Fox & Kilsheimer LLP, Berger & Montague, P.C., and Barrack, Rodos & Bacine as Co-Lead Counsel in the Securities Action.

On May 21, 2008, Lead Plaintiff, together with additional plaintiff Gary Kosseff (collectively, “Plaintiffs”), filed the Amended Complaint in the Securities Action. Plaintiffs alleged claims against the Defendants under Sections 10(b), 14(a), and 20(a) of the Securities Exchange Act of 1934 (the “Exchange Act”) and Sections 11, 12(a)(2), and 15 of the Securities Act of 1933 (“Securities Act”) on behalf of investors in Merrill Lynch common stock and the Preferred Securities issued by Merrill Lynch or its affiliates.

The Amended Complaint alleges that during the Settlement Class Period Merrill Lynch accumulated financial exposure to U.S. subprime residential mortgage-related assets and asset backed securities (“ABS”), collateralized debt obligations (“CDOs”), and related exposures and financial instruments that reached \$40 billion by the end of June 2007. The Amended Complaint alleges that Defendants did not properly disclose Merrill Lynch’s exposure to these assets until beginning October 5, 2007, when Merrill Lynch began to disclose its exposures and began to initiate write-downs. By January 17, 2008, Merrill Lynch had written down over \$24 billion in U.S. subprime ABS and CDO exposures. Plaintiffs also allege: (a) that Defendants sought to minimize and/or obscure Merrill Lynch’s exposure by falsely representing that Merrill Lynch’s risk controls and hedging techniques were effectively mitigating and minimizing any impact that subprime assets would have on Merrill Lynch; (b) that Defendants falsely led investors to believe that the impact of subprime assets would be minimal on Merrill Lynch; and (c) that by at least February 2007, Merrill Lynch’s U.S. subprime ABS and CDO exposures had become substantially impaired and should have been materially written down.

On or about July 28, 2008, Lead Plaintiff entered into a tolling agreement with Citigroup Global Markets, Morgan Stanley & Co., UBS Securities, and Wachovia Capital Markets LLC (collectively, the “Underwriter Defendants”), as a result of which Lead Plaintiff agreed to voluntarily dismiss without prejudice the Underwriter Defendants from the Securities Action. On August 5, 2008, the Court approved the voluntary dismissal of the Underwriter Defendants.

On July 21, 2008, certain of the Defendants moved to dismiss the Amended Complaint. Merrill Lynch also moved to strike certain allegations of the Amended Complaint, and certain other Defendants also joined in this motion. On September 19, 2008, Plaintiffs filed a consolidated opposition to Defendants’ motions to dismiss and Merrill Lynch’s motion to strike. Plaintiffs also filed a motion to strike certain arguments and documents Defendants submitted with their motions to dismiss.

On November 14, 2008, Defendants filed reply memoranda in further support of their motions to dismiss, and in opposition to Plaintiffs’ motion to strike. Plaintiffs filed a reply memorandum in further support of their motion to strike on November 14, 2008. On November 25, 2008, the Court issued an Order setting oral argument on the pending motions to dismiss in the Securities Action for January 15, 2009.

On January 7, 2009, with the motions to dismiss the Securities Action pending, the parties in the Securities Action agreed in principle to settle the Securities Action on behalf of the Settlement Class Members, subject to certain conditions, including approval by the Lead Plaintiff. On January 16, 2009, Lead Plaintiff notified Merrill Lynch that it agreed to the proposed settlement. The settlement includes all claims that Lead Plaintiff alleged or could have alleged in the Amended Complaint during the Settlement Class Period as set forth in the definition of Released Claims on page 8 below. The Settlement Class Period extends from October 17, 2006 through and including December 31, 2008, the day before Merrill Lynch was acquired by Bank of America Corp.

3. Why is this a class action?

In a class action, one or more persons and/or entities called class representatives, sue on behalf of all persons and/or entities who have similar claims. All of these persons and/or entities are collectively referred to as a Class, or individually, as Class Members. One court resolves all of the issues in the case for all Class Members, except for those Class Members who exclude themselves from the Class. In this Notice, the Class is known as the Settlement Class and the Class Members are known as the Settlement Class Members.

4. Why is there a settlement?

The Court did not decide in favor of Plaintiffs or Defendants. Instead, Lead Plaintiff and Defendants have agreed to settle this action. Lead Plaintiff has agreed to settle this action based on the risks of continued litigation, and its conclusion and the conclusion of Co-Lead Counsel that the proposed settlement is fair, reasonable and adequate and, indeed, an excellent recovery for the members of the Settlement Class. By settling, the Settlement Class avoids the cost and risks of continued litigation, while at the same time the Settlement Class will receive substantial compensation. Consequently, Lead Plaintiff and Co-Lead Counsel recommend approval of the settlement. Merrill Lynch has agreed to the settlement to put this matter behind it and to avoid the costs, distraction and risks of the litigation.

Lead Plaintiff and Co-Lead Counsel believe that there were many risks of continued litigation in this case. For example, in their motions to dismiss, the Defendants raised several defenses challenging the sufficiency of Plaintiffs' allegations of *scienter* – that is, whether the Defendants acted with the required intent to deceive Merrill Lynch investors. The Defendants also asserted defenses concerning whether the Plaintiffs have sufficiently alleged that the Defendants even made any false or misleading statements relating to Merrill Lynch's businesses in subprime mortgages and related mortgage securities and other assets (or otherwise). They have also argued that Merrill Lynch's financial problems and Plaintiffs' losses were caused by the market-wide credit crisis that also impacted adversely several other investment banks during the Settlement Class Period, and that any losses were not caused by any improper conduct or false statements on Defendants' part. Additionally, the Defendants have asserted defenses concerning damages and related issues, among others.

Lead Plaintiff and Co-Lead Counsel are also mindful that, even if the motions to dismiss were denied, there exist inherent problems of proof under, and possible other defenses to, the federal securities law violations asserted in the Securities Action. For example, Lead Plaintiff and Defendants do not agree on whether there were damages, and if so, the average amount of damages per share that would have been recoverable if Plaintiffs were to have prevailed on each claim asserted in the Securities Action. The issues on which they disagree include, among others: (1) the appropriate method for determining the amount by which Merrill Lynch common stock and Preferred Securities were allegedly artificially inflated (if at all) during the Settlement Class Period; (2) the amount by which Merrill Lynch common stock and Preferred Securities were allegedly artificially inflated (if at all) during the Settlement Class Period; (3) the effect of various market forces influencing the trading prices of Merrill Lynch common stock and Preferred Securities at various times during the Settlement Class Period; (4) the extent to which external factors, such as general market conditions, influenced the trading prices of Merrill Lynch common stock and Preferred Securities at various times during the Settlement Class Period; (5) the extent to which the various statements that Plaintiffs allege were materially false or misleading influenced (if at all) the trading prices of Merrill Lynch common stock and Preferred Securities at various times during the Settlement Class Period; (6) the extent to which the various allegedly adverse material facts that Plaintiffs allege were omitted influenced (if at all) the trading prices of Merrill Lynch common stock and Preferred Securities at various times during the Settlement Class Period; (7) whether the statements made were false or materially misleading, and whether such statements or the facts allegedly omitted were material or otherwise actionable under the federal securities laws; and (8) whether Plaintiffs could rely on the fraud-on-the-market presumption of reliance in lieu of proving actual reliance on Defendants' allegedly false statements during the Settlement Class Period by purchasers of Merrill Lynch common stock and Preferred Securities.

In the absence of any settlement, the parties would present factual and expert testimony on each of these issues, and there is considerable risk that the Court may strike one or more experts or that the Court or jury would resolve the inevitable "battle of the experts" against Lead Plaintiff and the Settlement Class.

Although Lead Plaintiff believes that the claims it alleges have substantial merit, Lead Plaintiff recognizes that these defenses present serious contingent risk. Further, even if the Defendants' motions to dismiss were denied, the Defendants would likely have continued to assert these defenses throughout the litigation. And even if Lead Plaintiff survived Defendants' efforts to obtain pre-trial dismissal and prevailed through trial, the Defendants could be expected to appeal and continue to assert one or more of these defenses. Lead Plaintiff and Co-Lead Counsel have also considered several other factors, including Merrill Lynch's potential ability to satisfy a judgment for an amount substantially in excess of the Settlement Fund even assuming Lead Plaintiff prevailed through trial and on appeal.

Lead Plaintiff and Co-Lead Counsel also recognize and acknowledge the expense and length of continued proceedings necessary to prosecute the Securities Action against the Defendants through trial and through appeals. Co-Lead Counsel have also taken into account the uncertain outcome and the risk of any litigation, especially in complex actions such as the Securities Action, as well as the difficulties, costs, and delays inherent in such litigation.

Co-Lead Counsel have conducted extensive and lengthy discussions and arm's-length negotiations with counsel for Defendants with respect to the proposed settlement to achieve the best relief possible consistent with the interests of the Settlement Class. Co-Lead Counsel have retained damage experts who assisted in estimating potential damages and in constructing the Plan of Allocation set out at the end of this Notice. Accordingly, Lead Plaintiff and Co-Lead Counsel believe that the settlement provides an excellent monetary recovery for the Settlement Class based on the claims asserted, the procedural posture of the Securities Action, the evidence developed, and the damages that might be proven by the Settlement Class.

The settlement is embodied in the parties' Stipulation and Agreement of Settlement dated February 17, 2009 (the "Settlement Stipulation"). The parties' Settlement Stipulation has been filed with the Court and is available at www.MerrillLynchLitigation.com.

Defendants have denied, and continue to deny, each and every claim and contention alleged by Lead Plaintiff in the Securities Action. Defendants have expressly denied, and continue to deny, all charges of wrongdoing or liability against them arising out of any of the conduct, statements, acts or omissions alleged, or that could have been alleged, in the Securities Action. Defendants believe that Lead Plaintiff's allegations of fraud have no merit and that a class could not be certified under the relevant federal class action rule. Defendants have also denied, and continue to deny, among other things, the allegations that Lead Plaintiff or the Settlement Class has suffered damage, that the prices of Merrill Lynch common stock and Preferred Securities were inflated artificially by reasons of alleged misrepresentations, non-disclosures or otherwise, or that Lead Plaintiff or the Settlement Class was harmed by the conduct alleged in the Securities Action.

Nonetheless, Defendants have concluded that further conduct of the Securities Action would be protracted and expensive, and that it is desirable that the Securities Action be fully and finally settled in the manner and upon the terms and conditions set forth in the Settlement Stipulation to avoid further costs and distraction associated with continued litigation.

The settlement is subject to certain conditions under which the parties may terminate the settlement, including conditions based on the number and extent of the exclusions received.

WHO IS IN THE SETTLEMENT

5. How do I know if I am part of the settlement?

To see if you will get money from this settlement, you first have to decide if you are a member of the Settlement Class in this Action. The Court decided that everyone who fits the following description is a Settlement Class Member:

All persons who purchased or acquired Merrill Lynch common stock or the Preferred Securities (listed on page 1 above) during the time period from October 17, 2006 through and including December 31, 2008 (the "Settlement Class Period").

The Court has also decided that pending final determination of whether the settlement summarized in this Notice should be approved, all Settlement Class Members, and anyone who acts or purports to act on their behalf, are prohibited from instituting or commencing any action which asserts Released Claims against any of the Released Parties (as those terms are defined in the answer to Question 11 on page 8 below).

6. Are there exceptions to being included?

Even if you otherwise fall within the definition of the Settlement Class described in the answer to Question 5 above, you are not a Settlement Class Member if: (1) you are a Defendant or any of their affiliates; (2) you are Temasek Capital (Private) Limited or Davis Selected Advisors L.P., or any of their affiliates; or (3) you are or were a present or former employee of Merrill Lynch and its subsidiaries and you acquired Merrill Lynch common stock or Preferred Securities through exercise of warrants and/or as compensation. Also, if you exclude yourself from the Settlement Class, by following the steps described in the answer to Question 12 below, you will not be a part of the Settlement Class and therefore will not be entitled to share in the Settlement Fund.

If one of your mutual funds owns Merrill Lynch common stock or any of the Preferred Securities listed on page 1 above, that alone does **not** make you a Settlement Class Member. You are a Settlement Class Member only if you purchased or otherwise acquired Merrill Lynch common stock or any of the Preferred Securities during the Settlement Class Period. Contact your broker to see if during the Settlement Class Period you owned, held or acquired Merrill Lynch common stock or any of the Preferred Securities.

7. I'm still not sure if I am included.

If you are still not sure whether you are included in the Settlement Class, you can ask for free help, by calling the Claims Administrator at 1-877-576-9980 for more information, or by visiting the website www.MerrillLynchLitigation.com. Or you can fill out and return the claim form attached to this Notice to see if you qualify.

THE SETTLEMENT BENEFITS – WHAT YOU GET

8. What does the settlement provide?

The parties arrived at a proposed settlement of the lawsuit which is embodied in the Settlement Stipulation signed by their attorneys. The parties' agreement, by itself, is not sufficient for the settlement to be official. Instead, the proposed settlement requires the Court's approval before it can become official. The terms of the proposed settlement are summarized below, and the full settlement terms are in the Settlement Stipulation. You can obtain a copy of the Settlement Stipulation by writing to Co-Lead Counsel: Frederic S. Fox, Kaplan Fox & Kilsheimer LLP, 850 Third Avenue, 14th Floor, New York, NY 10022, telephone (212) 687-1980; Lawrence J. Lederer, Berger & Montague, P.C., 1622 Locust Street, Philadelphia, PA 19103, telephone (215) 875-3000; or M. Richard Komins, Barrack, Rodos & Bacine, 3300 Two Commerce Square, 2001 Market Street, Philadelphia, PA 19103, telephone (215) 963-0600.

a. What is the Settlement Fund?

Pursuant to the proposed settlement, the \$475 million cash Settlement Fund has been established for the Settlement Class in full and complete settlement of the Securities Action. The Settlement Fund has already been placed into an escrow account established by Co-Lead Counsel for the benefit of the Settlement Class, and has been invested in interest-bearing instruments or funds backed by the United States government or its agencies, pending final approval of the settlement by the Court as provided

in the parties' Settlement Stipulation. If the settlement is not approved by the Court, Defendants are entitled to a refund of the Settlement Fund less certain notice costs and taxes, also as set forth in the parties' Settlement Stipulation.

It is estimated that prior to a secondary offering of Merrill Lynch common stock on July 29, 2008, approximately 446.6 million shares of Merrill Lynch common stock were available for public trading by investors (commonly known as the "float") during the Settlement Class Period, and may have sustained damages caused by one of the "corrective disclosures" identified by Co-Lead Counsel and their economic and damages consultant – that is, a disclosure that at least partially revealed the true extent of Merrill Lynch's exposure to subprime mortgages, ABS, CDOs and related investments. (See Plan of Allocation at pages 11 - 15 below.) Similarly, it is estimated that following the secondary offering of Merrill Lynch common stock on July 29, 2008, approximately 814.8 million shares of Merrill Lynch common stock were in the float and may have sustained damages following an additional disclosure on August 7, 2008. (See page 13 below.) Between January 17, 2008 and August 6, 2008, the weighted average float is approximately 465 million shares. With regard to the 13 issues of Preferred Securities, it is estimated that the float was approximately 245.2 million shares throughout the entire Settlement Class Period. As used in this Notice, all shares of common stock or Preferred Securities in the float are "damaged shares" – that is shares that have incurred damage as a result of one or more of the "corrective disclosures" identified in the Plan of Allocation.

As a result, for shares purchased by Settlement Class Members on or before January 16, 2008, it is estimated that the \$475 million recovery represents an average recovery of \$0.881 per damaged common share in the float and \$0.165 per damaged share of Preferred Securities in the float. For shares purchased by Settlement Class Members after January 16, 2008, it is estimated that the settlement represents an average recovery of \$0.084 per damaged common share in the weighted average float and \$0.007 per damaged share of Preferred Securities in the float. These figures are only estimates and assume that claims are filed on behalf of 100% of the estimated amount of damaged shares. Also, these figures are before deduction of any fees and costs that the Court may award.

After deducting the requested attorneys' fees of up to 7.82% of the Settlement Fund and up to \$2,500,000 in reimbursement of costs and expenses (see Question 16 below), the net recovery is estimated to be \$0.807 per damaged common share and \$0.151 per damaged share of Preferred Securities purchased during the Settlement Class Period on or before January 16, 2008, and \$0.077 per damaged common share and \$0.006 per damaged share of Preferred Securities purchased during the Settlement Class Period after January 16, 2008. These are only estimates. These net recovery figures are before deducting any costs incurred in providing notice of the settlement or in processing the claims received from Settlement Class Members (to the extent not offset by interest income earned by the Settlement Fund), and your actual recovery may vary. (See answer to Question 8(b) below.)

Under the federal securities laws, persons who purchased Merrill Lynch common stock or Preferred Securities may recover, in general, only for losses proximately caused by disclosures correcting Defendants' prior misleading statements, and may not recover for any price declines caused by general market or industry factors or by disclosures of other negative information not alleged to have corrected prior misstatements. It is likely, therefore, that if Plaintiffs were to prevail completely in establishing liability on every single claim at trial, and if all claims were upheld through all appeals, that the recovery for investors who purchased their Merrill Lynch common stock or Preferred Securities would be considerably less than the market losses on these Securities. Defendants do not agree that any portion of the market declines could be recovered even if liability were to be established.

After the deduction of all fees, costs and other expenses as approved by the Court and any taxes, the remaining proceeds in the Settlement Fund (the "Net Settlement Fund") will be available to pay to Settlement Class Members who file valid Proof of Claim and Release forms and otherwise meet all of the requirements of the Plan of Allocation described on pages 11 - 15 of this Notice.

b. How can I compute my Payable Claim?

Your actual recovery from the Net Settlement Fund will vary from the estimates set out above depending on: (1) the date you purchased your Merrill Lynch common stock or Preferred Securities, (2) the number of shares purchased and the price you paid, (3) the date of any sales of your Merrill Lynch common stock or Preferred Securities, (4) the sales price you received, (5) the expense of administering the claims process, (6) attorneys' fees and expenses awarded by the Court, (7) interest income received and taxes paid by the Settlement Fund, (8) the number of eligible shares of common stock and Preferred Securities purchased by other Settlement Class Members who elect to participate in the settlement, and (9) the Recognized Losses and Payable Claims of all other valid approved claimants computed in accordance with the Plan of Allocation set out on pages 11 - 15 below. Defendants take no position on the Plan of Allocation.

By following the Plan of Allocation at the end of this Notice, you can calculate your Payable Claim. Payments from the Net Settlement Fund are likely to be significantly less than each valid claimant's Payable Claim. The claims administrator appointed by the Court, Rust Consulting, Inc. (the "Claims Administrator") will distribute the Net Settlement Fund according to the Plan of Allocation after the deadline for submission of Proof of Claim and Release forms has passed, and all other claims have been processed.

HOW YOU GET A PAYMENT – SUBMITTING A CLAIM FORM

9. How can I get a payment?

To qualify for payment, you must send in a Proof of Claim and Release form. This form is attached to this Notice. You may also obtain a claim form on the Internet at www.MerrillLynchLitigation.com. Please read the instructions carefully, fill out the form, sign it in the location indicated, include all the documents the form asks for, and mail the claim form and documentation, **postmarked not later than September 9, 2009**, to:

Claims Administrator
Merrill Lynch & Co., Inc. Securities Litigation
c/o Rust Consulting, Inc.
P.O. Box 9444
Minneapolis, MN 55440-9444

The Claims Administrator will advise you of the receipt of your claim and will process your claim. If there is a reason to disallow your claim, the Claims Administrator will advise you of the reason for the disallowance and will provide you with an opportunity to fix your claim, if possible.

10. When would I receive my payment?

The Court will hold a Hearing at 4:00 p.m. on July 27, 2009, to decide whether to approve the settlement (the “Hearing” or “Fairness Hearing”). The Hearing date can be changed by the Court. Upon approval of the settlement and the resolution of any appeals, the Claims Administrator will process all of the claim forms. Everyone who sends in a claim form will be informed of the receipt of their claim. Disallowed claims will be given an opportunity to fix any deficiencies, if possible. Allowed claims that also meet all of the conditions of the Plan of Allocation set out on pages 11 - 15 below, including the \$50 minimum check amount, will be sent a distribution check. Before any distribution can occur, the Court will be asked to approve any distribution. Please be patient.

11. What am I giving up to get a payment or stay in the Settlement Class?

Unless you exclude yourself, you will remain in the Settlement Class. That means that if the settlement is approved by the Court, and the settlement becomes effective under the terms of the Settlement Stipulation (the “Effective Date”), you and all Settlement Class Members (including any Settlement Class Member who is a party to any other action, arbitration or other proceeding), will release (that is, can’t sue, continue to sue, or be part of any other lawsuit or arbitration) all “Released Claims” and “Unknown Claims” against, and in favor of, all of the “Defendants” and all of the other “Released Parties” as those terms are defined in the Settlement Stipulation and also below. It also means that all of the Court’s orders will apply to you and legally bind you (and your heirs, joint tenants, tenants in common, beneficiaries, executors and administrators, successors and assigns), even if you receive no allocation.

“Released Claims” means any and all claims, actions, debts, demands, set-offs (both legal and equitable), causes of action, rights or liabilities whatsoever (including, but not limited to, any claims for damages, equitable relief, interest, attorneys’ fees, expert or consulting fees, and any other costs, expenses or liability whatsoever), whether based on federal, state or local statutory or common law or any other law, rule or regulation, whether fixed or contingent, accrued or un-acrued, liquidated or un-liquidated, at law or in equity, matured or un-matured, whether direct, representative, class, individual or in any other form, including both known claims and Unknown Claims (defined below), that have been asserted in the Securities Action by the Settlement Class Members or any of them against any of the Released Parties, or which otherwise were or could have been at issue in the Securities Action, or that have been or could have been asserted in any forum by the Settlement Class Members or any of them against any of the Released Parties which arise out of or relate to or are based in whole or in part upon any of the allegations, transactions, facts, matters or occurrences, representations, disclosures, statements or omissions alleged, involved, set forth, or referred to in the Amended Complaint, in connection with such Settlement Class Members’ purchase or acquisition of Merrill common stock or the Preferred Securities during the Settlement Class Period. Released Claims includes only the claims that were or could have been asserted on behalf of purchasers or acquirers during the Settlement Class Period of only Merrill common stock and the Preferred Securities.

The definition of “Released Claims” above specifically excludes the claims asserted in (1) all derivative actions consolidated into the docket number 07cv9696 by order dated March 12, 2008, the derivative action captioned *Lambrecht v. O’Neal*, 08cv6582, and all derivative actions involving substantially similar facts; (2) the ERISA actions consolidated into the docket number 07cv10268 by order dated March 12, 2008; and (3) the claims relating to the following securities asserted in the action captioned *Louisiana Sheriffs’ Pension and Relief Fund, et al. v. Merrill Lynch & Co., Inc., et al.*, 08cv09063: 8.625% Non-Cumulative Preferred Securities, Series 8 (CUSIP: 59023V373); Medium-Term Notes, Series C (CUSIP: 59018YYR6); Medium-Term Notes, Series C (CUSIP: 59018YYW5); 6.11% Subordinated Notes due January 29, 2037 (CUSIP: 59022CAJ2); 5.70% Subordinated Notes due May 2, 2017 (CUSIP: 59022CCS0); Medium-Term Notes, Series C (CUSIP: 59018YE72); 6.05% Medium-Term Notes, Series C (CUSIP: 59018YJ36); 6.40% Medium-Term Notes, Series C (CUSIP: 59018YJ69); Accelerated Return Notes (CUSIP: 59022W356); 5.45% Medium-Term Notes, Series C (CUSIP: 59018YM40); 6.15% Medium-Term Notes, Series C (CUSIP: 59018YN56); 6.875% Medium-Term Notes, Series C (CUSIP: 59018YN64); 7.75% Subordinated Notes (CUSIP: 59023VAA8). Released Claims also specifically excludes the claims asserted in the securities actions captioned, *Sklar v. Bank of America Corp., et al.*, 09-cv-580 (S.D.N.Y. filed Jan. 21, 2009); *Boorn v. Bank of America Corp., et al.*, 09-cv-0159 (N.D. Ga. filed Jan. 21, 2009); and *Zitner v. Bank of America Corp., et al.*, 09-cv-00881 (S.D.N.Y. filed Jan. 30, 2009), as well as any actions involving substantially

similar facts. It is expressly understood that no release is given to any Released Party in connection with any purchase, acquisition, or retention of Bank of America Corp. (“BAC”) securities by any purchaser, acquirer, or holder of BAC securities.

“**Defendants**” means Merrill Lynch & Co., Inc.; Merrill Lynch, Pierce, Fenner & Smith Incorporated, Merrill Lynch Capital Trust I, Merrill Lynch Capital Trust II, Merrill Lynch Capital Trust III, E. Stanley O’Neal, Ahmass L. Fakahany, Gregory J. Fleming, Jeffrey N. Edwards, Lawrence A. Tosi, Armando M. Codina, Virgis W. Colbert, Carol T. Christ, Alberto Cribiore, John D. Finnegan, Judith Mayhew Jonas, Aulana L. Peters, Joseph W. Prueher, Ann N. Reese, Charles O. Rosotti, Citigroup Global Markets, Morgan Stanley & Co., UBS Securities, Wachovia Capital Services and Deloitte & Touche LLP.

“**Released Parties**” means Defendants and their respective heirs, executors, personal representatives, estate and administrators; their respective past, present and future parent entities, affiliates, related parties, subsidiaries, predecessors and successors; and each of their respective, past, present and future assigns, insurers, partners, officers, directors, controlling persons, representatives, employees, agents, attorneys, counsel, underwriters, and financial or investment advisors.

“**Unknown Claims**” any and all Released Claims that Plaintiffs and any Settlement Class Member does not know or suspect to exist in his, her or its favor at the time of the release of the Released Parties. With respect to any and all Released Claims, the parties stipulate and agree that upon the Effective Date of the settlement, Lead Plaintiff shall expressly, and each Settlement Class Member shall be deemed to have, and by operation of the Order and Final Judgment shall have, expressly waived any and all provisions, rights and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable or equivalent to California Civil Code, Section 1542, which provides:

A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS WHICH THE CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM OR HER MUST HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR.

Lead Plaintiff and Defendants acknowledge, and Settlement Class Members by operation of law shall be deemed to have acknowledged, that the inclusion of “Unknown Claims” in the definition of Released Claims was separately bargained for and was a key element of the settlement.

In addition, Lead Plaintiff and all Settlement Class Members, whether or not any such person submits a Proof of Claim, or otherwise shares in the Settlement Fund, on behalf of themselves and each of their predecessors, successors, assigns, personal representatives, heirs and any other Person who purports to claim through them, will be deemed by this settlement to release and forever discharge the Released Parties from any and all of the Released Claims. Assuming the settlement is approved, Lead Plaintiff and all Settlement Class Members, and anyone claiming through or on behalf of any of them, will be forever barred and enjoined from commencing, instituting, prosecuting or continuing to prosecute any action or other proceeding in any court of law or equity, arbitration tribunal, administrative forum, or other forum of any kind, asserting against any of the Released Parties, and each of them, any of the Released Claims, as set forth in the parties’ Settlement Stipulation.

Also assuming the settlement is approved, all claims for contribution, indemnification, or any other form of relief by other alleged joint tortfeasors against the Released Parties based upon, arising out of, relating to, or in connection with the Released Claims of the Settlement Class or any Settlement Class Member will be barred, extinguished, discharged, satisfied and otherwise rendered unenforceable to the full extent permitted by law, and the future filing of any such claims enjoined, also as set forth in the parties’ Settlement Stipulation.

EXCLUDING YOURSELF FROM THE SETTLEMENT

12. What do I do if I decide that I do not want to be part of the settlement?

If you do not want to receive a payment from this settlement, and you want to keep the right to sue or continue to sue Defendants on your own about the legal and factual issues in this case, then you must take steps to get out of the settlement. This is called excluding yourself – or is sometimes referred to as “opting out” of the Settlement Class.

To exclude yourself from the settlement, you must send a letter by mail stating that you want to be excluded from the Settlement Class.

Be sure to include your name, address, telephone number, a statement requesting exclusion from the Settlement Class and your signature. Please also provide a complete description of your purchases and sales in Merrill Lynch common stock and Preferred Securities during the Settlement Class Period, including the dates, the number of shares, and the prices paid and received per share for each purchase and sale. Please also include the amount of shares of Merrill Lynch common stock or Preferred Securities held by you, if any, as of the close of business on December 31, 2008. You must mail your exclusion request, **postmarked no later than July 6, 2009**, and send it to:

Claims Administrator
Merrill Lynch & Co., Inc. Securities Litigation
c/o Rust Consulting, Inc.
P.O. Box 9444
Minneapolis, MN 55440-9444
1-877-576-9980

You cannot exclude yourself on the phone or by e-mail. If you ask to be excluded, you will not receive a settlement payment, and you cannot object to the settlement. You will not be legally bound by anything that happens in this lawsuit.

13. If I do not exclude myself, can I sue Defendants for the same thing later?

No. Unless you exclude yourself, you give up any right to sue (or bring arbitration claims against) Defendants for the claims that this settlement resolves. If you have a pending lawsuit or arbitration proceeding relating to the claims in this case, it is important that you speak to your lawyer in that case immediately. You must exclude yourself from **this Settlement Class** to continue your own lawsuit or arbitration. Remember, the exclusion deadline is July 6, 2009.

14. If I exclude myself, can I receive money from this settlement?

No. If you exclude yourself, do not send in a claim form to ask for any money.

THE LAWYERS REPRESENTING YOU

15. Do I have a lawyer in this case?

The Court appointed the law firms of: Kaplan Fox & Kilsheimer LLP, 850 Third Avenue, 14th Floor, New York, NY 10022, telephone (212) 687-1980; Berger & Montague, P.C., 1622 Locust Street, Philadelphia, PA 19103, telephone (215) 875-3000; and Barrack, Rodos & Bacine, 3300 Two Commerce Square, 2001 Market Street, Philadelphia, PA 19103, telephone (215) 963-0600, to represent you and other Settlement Class Members in this case. These lawyers are called Co-Lead Counsel or Class Counsel. You will not be charged separately for these lawyers. If you want to be represented by your own lawyer, you may hire one at your own expense.

16. How will the lawyers be paid?

Co-Lead Counsel have expended considerable time litigating this case on a contingent fee basis. They have also advanced the expenses of litigation including experts' fees with the expectation that if they were successful in recovering money for the Settlement Class, they would receive fees and be reimbursed for their expenses from the Settlement Fund, as is customary in this type of litigation. Accordingly, on or before the July 27, 2009 Fairness Hearing, Co-Lead Counsel will file a motion asking the Court to award them attorneys' fees in an amount of up to \$37,125,000 (or approximately 7.82% of the Settlement Fund), plus any interest earned thereon, together with reimbursement of costs and expenses Co-Lead Counsel incurred and disbursed on behalf of the Settlement Class in an amount estimated not to exceed \$2,500,000. For shares purchased by Settlement Class Members on or before January 17, 2008, the requested fees and expenses are estimated to amount to an average of \$0.073 per damaged common share and \$0.014 per damaged share of Preferred Securities. For shares purchased during the Settlement Class Period, but after January 16, 2008, the requested fees and expenses are estimated to amount to an average of \$0.007 per damaged common share and \$0.001 per damaged share of Preferred Securities. In addition, Plaintiffs, including the Lead Plaintiff, reserve the right to seek approval from the Court at the Fairness Hearing for reimbursement from the Settlement Fund for the reasonable costs and expenses they have incurred in conducting this litigation on behalf of the Settlement Class.

These average per share figures are based on the estimated number of shares of Merrill Lynch common stock and Preferred Securities available in the float, as described in response to Question 8(a) on page 6 above. The Court may award a different amount. Any amounts awarded by the Court will come out of the Settlement Fund. Any Settlement Class Member may present objections to the motion for an award of attorneys' fees and reimbursement of expenses.

OBJECTING TO THE SETTLEMENT OR FEES

17. How do I tell the Court that I do not like the settlement, Plan of Allocation or the request for fees?

If you are a Settlement Class Member, you can object to the settlement if you do not like any part of it, including the Plan of Allocation. You can state why you think the Court should not approve it. Similarly, you may object to Co-Lead Counsel's motion for approval of attorneys' fees and reimbursement of expenses or any part of it. The Court will consider your views. To object, you must send a written objection stating that you object to the settlement or attorneys' fees in the Securities Action which is part of *In Re Merrill Lynch & Co., Inc. Securities, Derivative and ERISA Litigation*, Master File No. 07-cv-9633 (JSR)(DFE). Be sure to include your name, address, telephone number, your signature, proof of number of shares of Merrill Lynch common stock or Preferred Securities that you purchased and sold during the Settlement Class Period, and the reasons you object to any part of the settlement or the motion for attorneys' fees and expenses. Your objection must be mailed or hand-delivered so that **it is received on or before July 6, 2009**, and be filed with the Clerk of Court and sent to Co-Lead Counsel and Counsel for the Defendants, at each of the following five addresses:

Court	Plaintiffs' Co-Lead Counsel	Merrill Lynch's Counsel
Clerk of the Court United States District Court U.S. Courthouse 500 Pearl Street, Room 1930 New York, NY 10007-1312	Frederic S. Fox, Esq. Kaplan Fox & Kilsheimer, LLP 850 Third Avenue, 14 th Floor New York, NY 10022 -and- Lawrence J. Lederer, Esq. Berger & Montague, P.C. 1622 Locust Street Philadelphia, PA 19103 -and- M. Richard Komins, Esq. Barrack, Rodos & Bacine 3300 Two Commerce Square 2001 Market Street Philadelphia, PA 19103	Jay B. Kasner, Esq. Skadden, Arps, Slate, Meagher & Flom LLP Four Times Square New York, NY 10036

18. What is the difference between objecting and requesting exclusion?

Objecting is simply telling the Court that you do not like something about the settlement, the Plan of Allocation or the motion for attorneys' fees and expenses. You can object only if you stay in the Settlement Class. Excluding yourself is telling the Court that you do not want to be part of the Settlement Class. If you exclude yourself, you have no basis to object because the case no longer affects you. If you exclude yourself, you will be unable to share in the settlement.

THE COURT'S FAIRNESS HEARING

19. When and where will the Court decide whether to approve the settlement?

The Court will hold the Fairness Hearing at 4:00 p.m. on July 27, 2009, at the United States District Court for the Southern District of New York, Daniel Patrick Moynihan United States Courthouse, 500 Pearl Street, New York, NY 10007. The Fairness Hearing date can be changed by the Court without further notice to the Settlement Class. At this Fairness Hearing, the Court will consider whether the settlement is fair, reasonable and adequate and related matters, including how much to award to Co-Lead Counsel for attorneys' fees and expenses. You may attend and ask to speak. If there are objections, the Court will consider them. The Court will listen to people (or their counsel) who have submitted a written objection and who have submitted a separate written notice of their intention to appear and speak at the Fairness Hearing ("Notice of Intention to Appear"), mailed or hand delivered so that **it is received no later than July 6, 2009** by the Clerk of the Court and each of the four law firms listed in the chart following Question 17 above. At or after the Fairness Hearing, the Court will decide whether to approve the settlement and the Plan of Allocation, how much to award to Co-Lead Counsel for attorneys' fees and expenses, and any separate request for reimbursement of reasonable costs and expenses by the Plaintiffs. We cannot predict how long these decisions will take.

20. Do I have to come to the Fairness Hearing?

No. Co-Lead Counsel will answer any questions the Court may have on behalf of Settlement Class Members. But, you are welcome to come at your own expense. If you send an objection, you do not have to come to Court to talk about it. As long as you mailed your written objection on time, the Court will consider it. You may also attend or pay your own lawyer to attend to speak in support of any objection you may have filed, as long as you have followed the instructions set forth in the answer to Question 21 below. Nevertheless, it is not necessary for you or your lawyer to attend or speak at the Fairness Hearing.

21. May I speak at the Fairness Hearing?

If you have submitted a written objection to the settlement, the Plan of Allocation, the motion of Co-Lead Counsel for attorneys' fees and expenses or any other aspect of the settlement and follow the instructions set out in response to Questions 17, 19 and 20 above, or the Court otherwise orders, you (or your counsel) may speak at the Fairness Hearing in support of your objection. To do so, along with your written objection, please be certain to also file and serve your Notice of Intention to Appear as stated in the answers to Questions 17 and 19 above. Unless the Court allows, you cannot speak at the Fairness Hearing if you exclude yourself or if you do not follow the instructions set forth in response to Questions 17, 19 and 20 above.

IF YOU DO NOTHING

22. What happens if I do nothing at all?

If you do nothing, and you are a member of the Settlement Class, you will not receive any money from this settlement but you will be bound by all judgments entered, whether favorable or unfavorable to the Settlement Class. Unless you exclude yourself, you will not be able to start a lawsuit, continue with a lawsuit, or be part of any other lawsuit against Defendants about the legal and factual issues in this case, ever again.

GETTING MORE INFORMATION

23. How do I obtain more information about the settlement?

To obtain more information about the settlement, the claims asserted or any other issue pertaining to this case or the settlement, you may contact the Claims Administrator, *Merrill Lynch & Co., Inc. Securities Litigation*, c/o Rust Consulting, Inc., P.O. Box 9444, Minneapolis, MN 55440-9444, or any one of Co-Lead Counsel, Kaplan Fox & Kilsheimer LLP; Berger & Montague, P.C.; or Barrack, Rodos & Bacine, at their addresses listed on the cover page and in the answer to Question 17 above.

UNDERSTANDING YOUR PAYMENT – THE PLAN OF ALLOCATION

Settlement Class Members who purchased or acquired any of the fourteen issues of Merrill Lynch common stock or Preferred Securities listed below (collectively referred to as the "Merrill Securities") during the Settlement Class Period (October 17, 2006 to December 31, 2008, inclusive) and who otherwise meet all of the requirements of this Plan of Allocation, are eligible to participate in this settlement. Defendants take no position on this Plan of Allocation.

List of Eligible Merrill Lynch Securities Covered by this Plan of Allocation		Symbol	CUSIP No.
1.	Merrill Lynch Common Stock	MER	590188108
Nos. 2 – 14 below are collectively referred to as the “Preferred Securities” in this Notice			
2.	Merrill Lynch Capital Trust III - 7% Preferred - MER D	MERPRD	59021F206
3.	Merrill Lynch Capital Trust IV - 7.12% Preferred - MER E	MERPRE	59021G204
4.	Merrill Lynch Capital Trust V - 7.28% Preferred - MER F	MERPRF	59021K205
5.	Merrill Lynch Series 1 Floating Preferred - MER G	MERPRG	59021S703
6.	Merrill Lynch Series 2 Floating Preferred - MER H	MERPRH	59021S638
7.	Merrill Lynch Series 3 - 6.375% Preferred - MER I	MERPRI	59021V839
8.	Merrill Lynch Series 4 Floating Preferred - MER J	MERPRJ	59021V813
9.	Merrill Lynch Series 5 Floating Preferred - MER L	MERPRL	59022C178
10.	Merrill Lynch Series 6 - 6.70% Preferred - MER N	MERPRN	59022Y840
11.	Merrill Lynch Series 7 - 6.25% Preferred - MER O	MERPRO	59022Y832
12.	Merrill Lynch Capital Trust I - 6.45% Preferred - MER K	MERPRK	590199204
13.	Merrill Lynch Capital Trust II - 6.45% Preferred - MER M	MERPRM	59024T203
14.	Merrill Lynch Capital Trust III - 7.375% Preferred - MER P	MERPRP	59025D207

1. The Net Settlement Fund will be allocated among the Authorized Claimants in accordance with this “Plan of Allocation.” The amount so allocated to each Authorized Claimant constitutes, and is referred to in this Plan of Allocation as, the Authorized Claimant’s “Payable Claim.” The Plan of Allocation is based upon Co-Lead Counsel’s assessment of the merits and the relative strengths and weaknesses, including recoverable damages, of the claims of the members of the Settlement Class. In developing this Plan of Allocation, Co-Lead Counsel have consulted with their economic and damages expert and have considered, among other things, the following:
- (a) Lead Plaintiff alleges that Defendants inflated the prices of the Merrill Securities by failing to disclose properly Merrill Lynch’s financial condition and by issuing false and misleading statements about Merrill Lynch’s subprime mortgage and related assets, among other things. Lead Plaintiff further alleges that as a result, at least certain of the Merrill Securities traded at artificially inflated prices during the Settlement Class Period.
 - (b) Co-Lead Counsel, in consultation with their economic and damages expert, have concluded that the artificial inflation associated with these misrepresentations was removed by partial disclosures in several steps, each of which caused a significant price decline in the prices of the Merrill Securities, thus causing a loss to Settlement Class Members. The losses occurred on the day of or following the disclosures listed below (collectively, the “Disclosure Dates”):
 - (1) On October 24, 2007, Merrill Lynch announced that it had written down the asset value of CDOs and U.S. subprime mortgages in its portfolio by \$7.9 billion in the third quarter of 2007;
 - (2) On November 2, 2007, industry analysts concluded that Merrill Lynch would have to write-down the asset value of CDOs and U.S. subprime mortgages in its portfolio by an additional \$10 billion;
 - (3) On January 17, 2008, in connection with its release of fourth quarter financial results, Merrill Lynch announced an additional write-down of mortgage-related assets of \$16 billion;
 - (4) On March 28, 2008, industry analysts concluded that Merrill Lynch would have to write down the asset value of CDOs and U.S. subprime mortgages in its portfolio by an additional \$6 billion in the first quarter of 2008;
 - (5) On July 9, 2008, Fitch ratings announced that it had placed Merrill Lynch debt on credit watch, due to the cumulative real estate asset write-downs to date, and anticipated future asset write-downs;
 - (6) On July 14, 2008, it was reported that the SEC might require Merrill Lynch to buy back billions of dollars worth of securities that Merrill Lynch allegedly sold to its clients as relatively liquid and secure fixed income securities that allegedly had become illiquid or declined in value;
 - (7) On July 28, 2008, Merrill Lynch announced that in the second quarter of 2008 it would record \$5.7 billion of additional write-downs in connection with sales of CDOs; and

- (8) On August 7, 2008, Merrill Lynch followed announcements by other major brokerage firms and announced that it had agreed to buy back at full par value up to \$12 billion of certain securities that Merrill Lynch allegedly sold to its clients as relatively liquid and secure fixed income securities that had allegedly become illiquid or declined in value.
- (c) According to the economic and damages expert retained by Co-Lead Counsel, following each of the eight announcements described in paragraph 1(b) above, one or more of the Merrill Securities declined in value, net of market factors, by a significant amount. The calculation of the portion of these significant declines (the Recognized Loss per share) for each issue of Merrill Securities, appears in the tables included in Appendix A to this Notice. (See pages 16 and 17 below.)
- (d) Under the federal securities laws, persons who purchased Merrill Securities may recover, in general, only for losses proximately caused by disclosures correcting Defendants' prior misleading statements, and may not recover for any price declines caused by general market factors or by disclosures of other negative information not alleged to have corrected prior misstatements. Similarly, persons who both purchased and sold Merrill Securities prior to a corrective disclosure or between corrective disclosures may not have recoverable damages resulting from those transactions.
- (e) Accordingly, only those Settlement Class Members who purchased or otherwise acquired Merrill Securities during the Settlement Class Period and held these Merrill Securities until after the next Disclosure Date identified in paragraph 1(b) above and in Appendix A, and who meet the other conditions of this Plan of Allocation, will be eligible to qualify as Authorized Claimants entitled to receive distributions from the Net Settlement Fund. For the same reasons, Settlement Class Members will be ineligible to receive distributions from the Net Settlement Fund for those transactions in which they: (i) purchased or acquired their Merrill Securities during the Settlement Class Period and also sold the same Merrill Securities before October 24, 2007 (the first identified Disclosure Date identified above); (ii) purchased or acquired their Merrill Securities after any one of the Disclosure Dates identified above and then sold these Merrill Securities before the next Disclosure Date; or (iii) purchased or acquired their Merrill Securities on or after August 7, 2008 (the last Disclosure Date). Whether or not a Settlement Class Member qualifies as an Authorized Claimant, he, she or it will be bound by the settlement and the releases in this action (described in the answer to Question 11 above) unless he, she or it opts out as set forth in the answer to Question 12 above.
2. The Payable Claim will be calculated so that each Authorized Claimant shall receive, on a proportionate basis, that share of the Net Settlement Fund that the Authorized Claimant's Recognized Loss (as defined below) bears to the total Recognized Losses of all Authorized Claimants, subject to the further provisions of this Plan of Allocation set forth below.
3. An Authorized Claimant's recognized loss ("Recognized Loss") is determined by the date(s) the Authorized Claimant purchased and sold Merrill Securities, as set forth below and in the tables appearing in Appendix A.
4. The "Recognized Loss" shall be calculated for those who purchased any of the Merrill Securities in the Settlement Class Period and held those Merrill Securities through one or more Disclosure Dates identified above and in Appendix A on which a significant decline occurred in the price of the Merrill Security due to a relevant corrective disclosure.
5. The tables in Appendix A list for each Merrill Security: the relevant Disclosure Dates and the maximum amount of the Recognized Loss per share of each Merrill Security attributed to each Disclosure, if any. For those Merrill Securities that were not trading prior to a specific Disclosure Date, or where there was no corrective price decline attributed to a specific Disclosure Date, the tables in Appendix A show either "N/A" or "\$0.00" as the amount of the Recognized Loss per share for the relevant Disclosure Date.
6. A Claimants' Recognized Loss for Merrill Securities held through one or more significant price declines attributed to the Disclosure Dates identified above shall be calculated as follows:
- (a) If you have an overall net market gain (sales proceeds exceed purchase cost) on all of your transactions in the 14 issues of Merrill Securities during the Settlement Class Period, you should not file a claim because you will not be eligible to receive a recovery from this settlement. Before computing Recognized Losses, the Claims Administrator will first determine if the Claimant has an overall net market gain on all of its transactions during the Settlement Class Period. In computing such net market gains or net market losses, the Claims Administrator: (i) will offset market gains in any one or more of the 14 issues of Merrill Securities against market losses in any other of the 14 Merrill Securities, and (ii) will treat any Merrill Security retained at the end of the Settlement Class Period as if it were sold for the closing price on December 31, 2008. If there is such an overall net market gain, the claim will be rejected and not allowed to share in the Net Settlement Fund. If there is an overall market loss from purchases of Merrill Securities, the Claims Administrator will compute the Recognized Loss, if any, on such purchases as indicated in subparagraphs 6(b) through 6(i) below.
- (b) For any purchase of Merrill Securities for which there is a market loss, the Recognized Loss is the smaller of: (i) price paid to purchase the Merrill Securities less the closing price for the relevant issue of Merrill Securities on the date of the last Disclosure Date identified above through which the Claimant held his, her or its Merrill Securities, as shown in the relevant column in Appendix A; or (ii) the total of the Maximum Recognized Loss per share figures set forth in the relevant column in Appendix A for each of the Disclosure Dates identified above through which the Claimant held his, her or its Merrill Securities.

- (c) In computing Recognized Losses, shares of common stock acquired through Merrill Lynch's acquisition of First Republic Bank are deemed to have a purchase price of \$75.02 per share. Preferred Securities acquired through the First Republic acquisition are deemed to have a purchase price of \$25 per share.
 - (d) Any Merrill Securities purchased at any time in the Settlement Class Period that were later sold during the Settlement Class Period for a gain or that would have a gain if they were sold at the end of the Settlement Class Period at the closing price on December 31, 2008, will have no Recognized Loss, regardless of whether the sale occurred after one or more of the Disclosure Dates.
 - (e) If Merrill Securities are sold on the day of a significant price decline attributed to a Disclosure Date identified in paragraph 1(b) above and in Appendix A, the Recognized Loss attributed to that Disclosure Date shall be the lesser of: (i) the closing price for that issue of Merrill Securities on the day before the Disclosure Date less the selling price received, or (ii) the appropriate maximum Recognized Loss per share figure set out on the tables appearing in Appendix A for that Disclosure Date.
 - (f) In the tables appearing in Appendix A, the maximum Recognized Losses per share of Merrill Securities held through any of the Disclosure Dates between October 17, 2006 and January 17, 2008, are equal to 100% of the significant price declines net of market and industry factors computed by the economic and damages expert consulted by Co-Lead Counsel.
 - (g) In the tables appearing in Appendix A, the Recognized Losses per share of Merrill common stock held through any of the Disclosure Dates between January 18, 2008 and December 31, 2008 are equal to 10% of the significant price declines, net of market and industry factors, computed by the economic and damages expert consulted by Co-Lead Counsel. This discount reflects the relative weight assigned to claims relating to purchases of Merrill Securities on or after January 17, 2008 – following the January 16, 2008 end of the original class period alleged in the Amended Complaint.
 - (h) In the tables appearing in Appendix A, the maximum Recognized Loss per share of common stock issued pursuant to the First Republic acquisition, the maximum Recognized Loss per share of Preferred Securities that were offered for sale in initial public offerings during the Settlement Class Period or that were issued in exchange for First Republic securities, and the maximum Recognized Loss per common share purchased in a secondary stock offering of Merrill Lynch common stock on July 29, 2008 are equal to 125% of the weighted significant price declines, net of market and industry factors, computed by the economic and damages expert consulted by Co-Lead Counsel and as weighted under the terms of paragraphs 6(f) and 6(g) above. Investors in these categories have claims under the Securities Act of 1933 that have a lower threshold of proof than claims alleging fraud, and may be considered, therefore, stronger claims than the fraud claims of other Settlement Class Members.
 - (i) Any purchase of Merrill Securities on or after August 7, 2008, will have no Recognized Loss.
7. To conserve administrative costs, no claim will be paid unless the Authorized Claimant is entitled to at least \$50 from the Net Settlement Fund.
 8. For purposes of determining which Merrill Securities purchased during the Settlement Class Period were sold at any time either during or retained at the close of the Settlement Class Period, purchases and sales of the same issue of Merrill Securities are matched, on a "first-in, first-out" ("FIFO") basis, by matching the first Merrill Securities sold against any position of the same issue of Merrill Securities held as of the day prior to the start of the Settlement Class Period, and then on a FIFO basis against any additional shares of the same issue of Merrill Securities purchased during the Settlement Class Period based on the assumption that the first share purchased was the first share sold. The matching under FIFO will be applied to Merrill Securities irrespective of the different accounts in which the Merrill Securities were purchased and sold unless the title or beneficial ownership of the accounts differed.
 9. The date of purchase or sale is the "contract" or "trade" date as distinguished from the "settlement" date.
 10. The restrictions on computing Recognized Losses set out in the following four subparagraphs apply to all claims. As a practical matter, however, they apply primarily to certain transactions engaged in by sophisticated traders or certain corporate or institutional claimants:
 - (a) "Short" sales shall not be recognized for any amount of loss on the cover or purchase transaction, and no Recognized Loss will be computed for any such covering purchase transaction.
 - (b) No Recognized Loss will be computed for any transactions in Merrill Securities engaged in by market makers or specialists as those terms are defined in the federal securities laws and SEC regulations.
 - (c) No Recognized Loss will be computed for any option premium paid or received where the shares of Merrill Securities were purchased or sold by reason of having exercised or been assigned an option.
 - (d) No Recognized Loss will be computed for that portion of the purchase price of any shares of Merrill Securities not acquired on the open market and at prices above the market prices on the day(s) of such transactions (for example, as part of an exchange for non-cash consideration). This provision does not apply to shares of Merrill Securities acquired in the merger with First Republic or in initial public offerings as indicated in paragraph 6(i) of this Plan of Allocation above.
 11. If you inherited or received a gift of Merrill Securities during the Settlement Class Period, that inheritance or gift is not considered a purchase unless your ancestor or donor was the actual purchaser of Merrill Securities during the Settlement Class Period. You, as a recipient of a gift or inheritance, and the original purchaser may not both file a claim with regard to the same Merrill Securities. If both you and the donor (or you and your ancestor's estate) make such a claim, only the claim filed by the recipient (or heir) will be honored.

12. Merrill Securities “transferred into,” “delivered into” or “received into” the Claimant’s account shall NOT be considered as a purchase of Merrill Securities unless the Claimant submits documents supporting that the original purchase of the Merrill Securities occurred during the Settlement Class Period. Also, Merrill Securities purchased and subsequently “transferred out” or “delivered out” of Claimant’s account will NOT be considered part of Claimant’s claim, as the right to file for those Merrill Securities belongs to the person or party receiving the Merrill Securities.
13. Nothing in this Plan of Allocation represents an admission by any of the Defendants that there is liability or damage of any kind as a result of the allegations in the Amended Complaint or that the dollar amounts set forth in this Plan of Allocation reflect actual or potential damages to the Settlement Class.
14. Payment in the manner set forth above will be deemed conclusive compliance with the Settlement Stipulation against all Authorized Claimants.
15. All Settlement Class Members who fail to submit valid and timely Proofs of Claim will be barred from participating in the distribution of the Net Settlement Fund but otherwise will be bound by all of the terms of the Settlement Stipulation, including the terms of any final orders or judgments entered and the releases given to Defendants and others.
16. The finality of the settlement is not conditioned upon the Court approving the Plan of Allocation. Any rulings pertaining to the Plan of Allocation shall not operate to terminate the settlement or affect or delay the settlement from becoming effective, assuming the settlement is approved by the Court. The Net Settlement Fund shall not be distributed to any Settlement Class Member until the Court approves the Plan of Allocation.
17. No Authorized Claimant shall have any claim against the Settlement Fund, Lead Plaintiff, Plaintiffs, Co-Lead Counsel, the Claims Administrator, Defendants, Defendants’ Counsel, the Released Parties, or any other agent designated by Co-Lead Counsel based on the distributions made substantially in accordance with the Settlement Stipulation, the Plan of Allocation, and further orders of the Court. In addition, in the interest of achieving substantial justice, Co-Lead Counsel shall have the right, but not the obligation, to waive what they deem to be formal or technical defects in any Proofs of Claim filed.

SPECIAL NOTICE TO SECURITIES BROKERS AND OTHER NOMINEES

If you purchased Merrill Lynch common stock or any of the listed Preferred Securities during the Settlement Class Period as nominee for a beneficial owner, then within ten (10) days after you receive this Notice, you must either: (a) send a copy of this Notice and the accompanying Proof of Claim and Release form by first-class mail to all such beneficial owners; or (b) provide a list, electronically if possible, of the names and addresses of such beneficial owners to the Claims Administrator:

Merrill Lynch & Co., Inc. Securities Litigation
c/o Rust Consulting, Inc.
P.O. Box 9444
Minneapolis, MN 55440-9444
1-877-576-9980
Website: www.MerrillLynchLitigation.com
Email: info@MerrillLynchLitigation.com

If you chose option (a) above, you may request enough Notice forms from the Claims Administrator (at no charge to you) to complete your mailing and send a written statement to the Claims Administrator confirming that the mailing was made as directed, and identifying the persons and the addresses to whom this Notice was sent. You may seek reimbursement of your reasonable expenses actually incurred in complying with these directives, subject to approval of Co-Lead Counsel or the Court. All communications concerning this matter should be addressed to the Claims Administrator.

INQUIRES

All inquiries concerning this Notice, the Proof of Claim form, or any other questions by Settlement Class Members should be directed to:

Merrill Lynch & Co., Inc. Securities Litigation
c/o Rust Consulting, Inc.
P.O. Box 9444
Minneapolis, MN 55440-9444
1-877-576-9980
Website: www.MerrillLynchLitigation.com
Email: info@MerrillLynchLitigation.com

PLEASE DO NOT CONTACT THE COURT OR THE COURT’S CLERK REGARDING THIS NOTICE.

Dated: April 2, 2009

By Order of the District Court:
Jed Rakoff, Judge

Appendix A - Table of Eligible Securities, Stock Symbols, Disclosure Dates and Maximum Recognized Loss per Share

Plan of Allocation Paragraph Reference on Pages 12-14 of Notice	Disclosure Dates	Common Stock			Merrill Lynch Preferred Capital Trusts (Cumulative Preferred)			Merrill Lynch Capital Trusts					
		Shares Purchased on NYSE	Shares Received 9/21/07 from First Republic Acquisition	Shares Purchased in 7/29/08 New Offering	Merrill Lynch Preferred Cap. Tr. III - 7% Cum. Preferred (Issued 1/12/98)	Merrill Lynch Preferred Cap. Tr. IV - 7.12% Cum. Preferred (Issued 6/16/98)	Merrill Lynch Preferred Cap. Tr. V - 7.28% Cum. Preferred (Issued 10/29/98)	Merrill Lynch Capital Trust I - 6.45% Preferred (Issued 12/6/06)	Merrill Lynch Capital Trust II - 6.45% Preferred (Issued 4/25/07)	Merrill Lynch Capital Trust III - 7.375% Preferred (Issued 8/15/07)			
¶ 1(b)(1) & 6(f)	10/24/07	\$3.130	\$3.913	N/A	MER	MER PRD	MER PRE	MER PRF	MER PRK	MER PRP	\$0.588	\$0.338	\$0.375
¶ 1(b)(2) & 6(f)	11/02/07	\$2.910	\$3.638	N/A	N/A	\$0.520	\$0.890	\$0.670	\$0.500	\$0.725	\$1.013		
¶ 1(b)(3) & 6(f)	01/17/08	\$3.530	\$4.413	N/A	N/A	\$0.160	\$0.130	\$0.030	\$0.625	\$0.300	\$0.000	\$0.000	\$0.000
¶ 1(b)(4) & 6(g)	03/28/08	\$0.130	\$0.163	N/A	N/A	\$0.044	\$0.037	\$0.052	\$0.025	\$0.064	\$0.054		
¶ 1(b)(5) & 6(g)	07/09/08	\$0.105	\$0.131	N/A	N/A	\$0.013	\$0.011	\$0.041	\$0.011	\$0.006	\$0.000		
¶ 1(b)(6) & 6(g)	07/14/08	\$0.028	\$0.035	N/A	N/A	\$0.140	\$0.150	\$0.195	\$0.103	\$0.101	\$0.216		
¶ 1(b)(7) & 6(g)	07/28/08	\$0.192	\$0.240	N/A	N/A	\$0.000	\$0.015	\$0.025	\$0.034	\$0.000	\$0.063		
¶ 1(b)(8) & 6(g)	08/07/08	\$0.154	\$0.193	\$0.193	N/A	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000		
¶ 6(i)	Purchased on or after 08/07/08	\$0.000	N/A	N/A	N/A	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000		
Total Maximum Recognized Loss/Share If Purchased Before 1st Event & Held Past 8/6/08		\$10.179	\$12.726	\$0.193		\$0.877	\$1.233	\$1.193	\$1.886	\$1.534	\$1.721		

Appendix A - Table of Eligible Securities, Stock Symbols, Disclosure Dates and Maximum Recognized Loss per Share

Plan of Allocation Paragraph Reference on Pages 12-14 of Notice	Disclosure Dates	Merrill Lynch Floating Rate Preferred (Non-Cumulative)					Merrill Lynch Fixed Rate Preferred (Non-Cumulative)		
		Series 1 Floating Preferred (Issued 11/1/04) MER PRG	Series 2 Floating Preferred (Issued 3/14/05 & 4/4/05) MER PRH	Series 4 Floating Preferred (Issued 11/17/05 & 2/28/06) MER PRJ	Series 5 Floating Preferred (Issued 3/20/07) MER PRL	Series 3 (Issued 11/17/05 & 12/8/05) 6.375% Preferred MER PRI	Series 6 (Issued 9/21/07 with First Republic Acq.) 6.70% Preferred MER PRN	Series 7 (Issued 9/21/07 with First Republic Acq.) 6.25% Preferred MER PRO	
¶¶ 1(b)(1) & 6(f)	10/24/07	\$0.340	\$0.480	\$0.290	\$0.000	\$0.000	\$0.000	\$0.000	
¶¶ 1(b)(2) & 6(f)	11/02/07	\$1.080	\$0.750	\$0.510	\$1.663	\$2.080	\$0.000	\$0.000	
¶¶ 1(b)(3) & 6(f)	01/17/08	\$0.560	\$0.220	\$0.570	\$0.000	\$0.160	\$0.000	\$0.000	
¶¶ 1(b)(4) & 6(g)	03/28/08	\$0.032	\$0.025	\$0.050	\$0.041	\$0.023	\$0.000	\$0.059	
¶¶ 1(b)(5) & 6(g)	07/09/08	\$0.000	\$0.000	\$0.125	\$0.000	\$0.031	\$0.000	\$0.000	
¶¶ 1(b)(6) & 6(g)	07/14/08	\$0.098	\$0.105	\$0.000	\$0.101	\$0.093	\$0.231	\$0.000	
¶¶ 1(b)(7) & 6(g)	07/28/08	\$0.008	\$0.025	\$0.045	\$0.030	\$0.030	\$0.150	\$0.000	
¶¶ 1(b)(8) & 6(g)	08/07/08	\$0.000	\$0.030	\$0.000	\$0.000	\$0.000	\$0.078	\$0.000	
¶ 6(i)	Purchased on or after 08/07/08	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	N/A	N/A	
Total Maximum Recognized Loss/Share If Purchased Before 1st Event & Held Past 8/6/08		\$2.118	\$1.635	\$1.590	\$1.835	\$2.417	\$0.459	\$0.059	

Claims Administrator
Merrill Lynch & Co., Inc. Securities Litigation
c/o Rust Consulting, Inc.
P.O. Box 542
Minneapolis, MN 55440-0542

IMPORTANT COURT DOCUMENTS