Merrill Lynch & Co., Inc.

John A. Thain

Chairman and CEO
Merrill Lynch & Co., Inc.

Presentation to:

Citigroup 2008

Financial Services Conference



January 30, 2008



Safe Harbor

Statements made herein may contain forward-looking information about management's expectations, strategic objectives, growth opportunities, business prospects, investment banking pipelines, acquisition synergies, anticipated expense levels and financial results, anticipated results of litigation and regulatory proceedings, and other similar matters.

A variety of factors, many of which are beyond Merrill Lynch's control, affect its operations, performance, business strategy and results and could cause its actual results and experiences to differ materially from the expectations and objectives expressed in any such statements. These factors include, but are not limited to, the factors described in Merrill Lynch's reports on Forms 10-K, 10-Q and 8-K filed with SEC, which are available on the Merrill Lynch Investor Relations website, www.ir.ml.com and on the SEC's website, www.sec.gov.

Accordingly, investors are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date on which they are made.

Merrill Lynch does not undertake to update such statements to reflect the impact of circumstances or events that arise after the date the statements are made. Investors should, however, consult any further disclosures Merrill Lynch may make in its reports filed with the SEC.

Investors should also read the information on the calculations of non-GAAP financial measures that are available on www.ir.ml.com.

Presentation herein will exclude the operations of Merrill Lynch Insurance Group (MLIG) and Merrill Lynch Capital, which have been reported under discontinued operations.



Overview of Segment Results





²⁰⁰⁶ net revenues adjusted to exclude net revenues of approximately \$380 million related to U.S. ABS CDOs and residential sub-prime mortgages in FICC; net revenues related to sub-prime assets in the Bank investment portfolio were not excluded. 2007 net revenues adjusted to exclude net revenues of approximately negative \$23.2 billion related to U.S. ABS CDOs and residential sub-prime mortgages (including sub-prime assets in the Bank) in FICC.



^{(1) 2007} net revenues include the net benefit of \$1.9 billion across FICC and Equity Markets related to changes in the carrying value of certain long-term liabilities.

Strong Results in Many Businesses

Net Revenues (1)



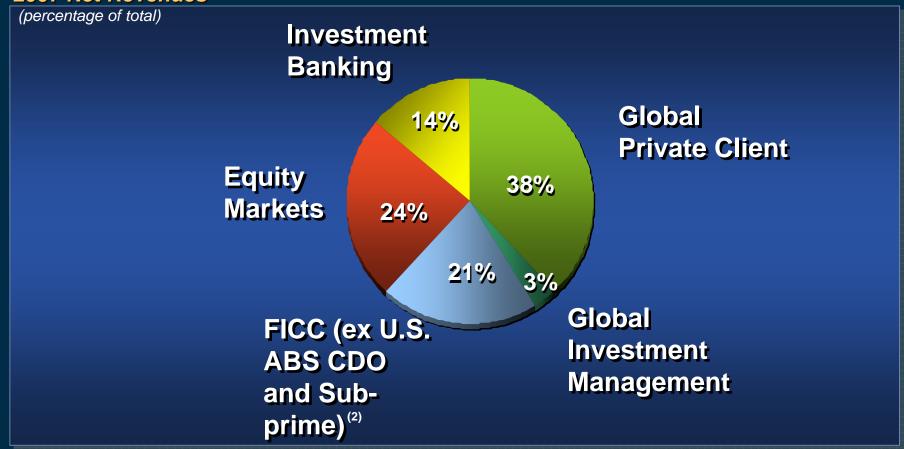
Includes the net benefit in 2007 of \$1.9 billion (\$1.2 billion in FICC and \$700 million in Equity Markets) related to changes in the carrying value of certain long-term

²⁰⁰⁶ net revenues adjusted to exclude net revenues of approximately \$380 million related to U.S. ABS CDOs and residential sub-prime mortgages; net revenues related to sub-prime assets in the Bank investment portfolio were not excluded. 2007 net revenues adjusted to exclude net revenues of approximately negative \$23.2 billion, which is comprised of net write-downs of \$20.0 billion related to U.S. ABS CDOs and residential sub-prime mortgages (including sub-prime assets in the Bank) in the second half of 2007, net revenues of approximately negative \$600 million related to U.S. ABS CDOs and residential sub-prime mortgages in the first half of 2007 and credit valuation adjustments of negative \$2.6 billion related to hedges with financial guarantors on U.S. super senior ABS CDOs.



Business Diversification

2007 Net Revenues (1)

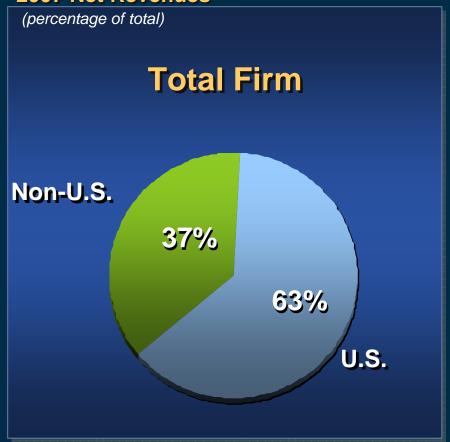


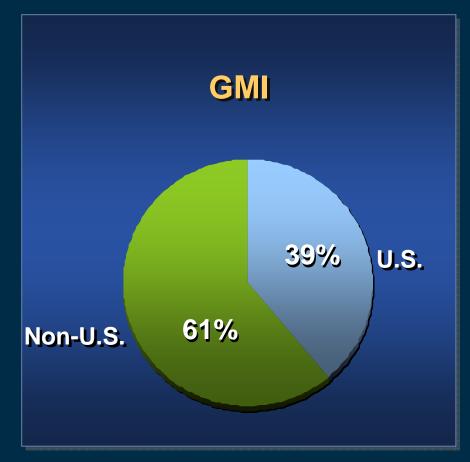
⁽¹⁾ Includes the net benefit of \$1.9 billion (\$1.2 billion in FICC and \$700 million in Equity Markets) related to changes in the carrying value of certain long-term liabilities. 2007 FICC net revenues adjusted to exclude net revenues of approximately negative \$23.2 billion, which is comprised of net write-downs of \$20.0 billion related to U.S. ABS CDOs and residential sub-prime mortgages (including sub-prime assets in the Bank) in the second half of 2007, net revenues of approximately negative \$600 million related to U.S. ABS CDOs and residential sub-prime mortgages in the first half of 2007 and credit valuation adjustments of negative \$2.6 billion related to hedges with financial guarantors on U.S. super senior ABS CDOs.



Global Diversification

2007 Net Revenues (1)





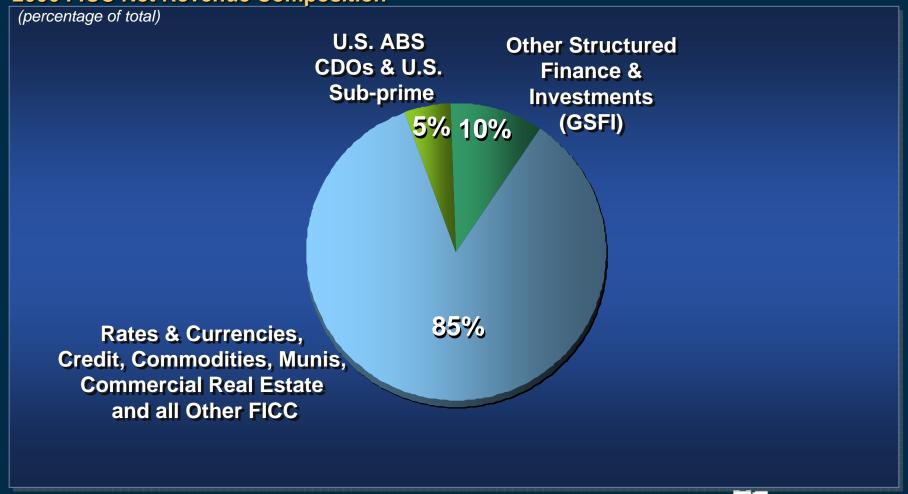
Note: Regional allocation based on internal management reporting.

(1) Includes the net benefit of \$1.9 billion related to changes in the carrying value of certain long-term liabilities. Amounts adjusted to exclude net revenues of approximately negative \$23.2 billion, which is comprised of net write-downs of \$20.0 billion related to U.S. ABS CDOs and residential sub-prime mortgages (including sub-prime assets in the Bank) in the second half of 2007, net revenues of approximately negative \$600 million related to U.S. ABS CDOs and residential sub-prime mortgages in the first half of 2007 and credit valuation adjustments of negative \$2.6 billion related to hedges with financial guarantors on U.S. super senior ABS CDOs.



FICC: More Than 85% of FICC Driven by Core Businesses

2006 FICC Net Revenue Composition





Recognition of Momentum



- Top Wealth Manager in the U.S.
- Ranked 1st on Top 100 Advisors List



THE WALL STREET JOURNAL • #1 in 2007 Best on the Street Stock Picking Survey



■ Overall service quality HNW – U.K. and Off-shore



- Best Investment Bank Western Europe
- Best Equities House North America
- Best M&A House Japan
- Best Private Banking Services Overall India



■ Investment Bank of the Year – Europe



Best Investment Bank



Global Wealth Management: Core Franchise Growth

Net Revenues



Pre-Tax Earnings





(1) Excludes one-time compensation expenses associated with the adoption of SFAS No. 123R in the first quarter of 2006. For reconciliations between these non-GAAP measures and GAAP results, please go to www.ir.ml.com

Global Wealth Management: Industry Leading Client Assets

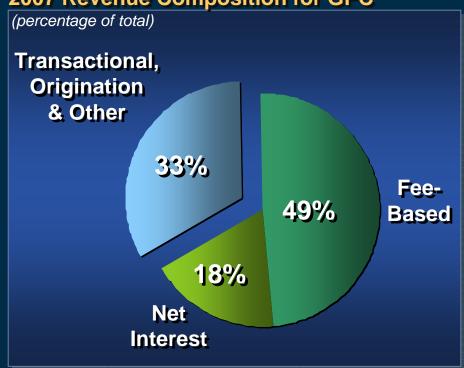
Client Assets





Global Wealth Management: Unique Characteristics

2007 Revenue Composition for GPC



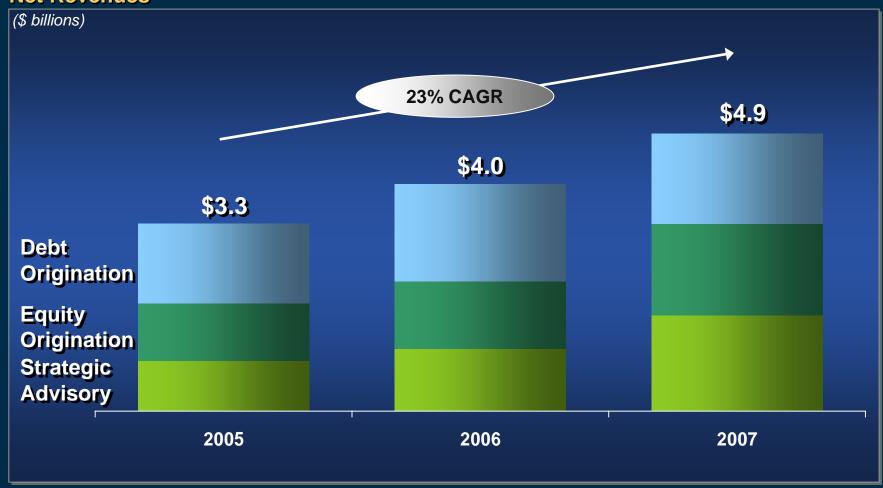
- 67% of GPC revenues were recurring
- Fourth consecutive year growing **FA** population at least 5%
- Over 75% of client assets from relationships of \$1 million or more with the firm
- FA productivity ~\$860K revenues per FA
- Average length of service of 10+ years

Industry leading position



Investment Banking: Record Results

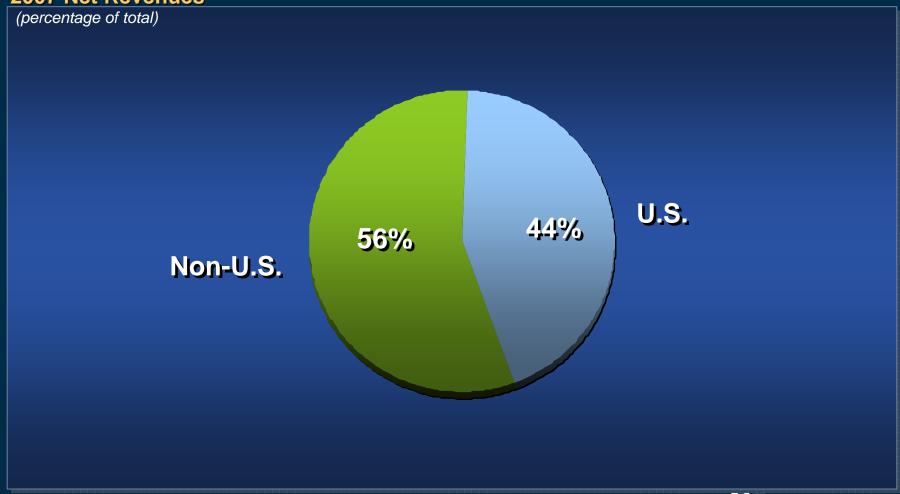
Net Revenues





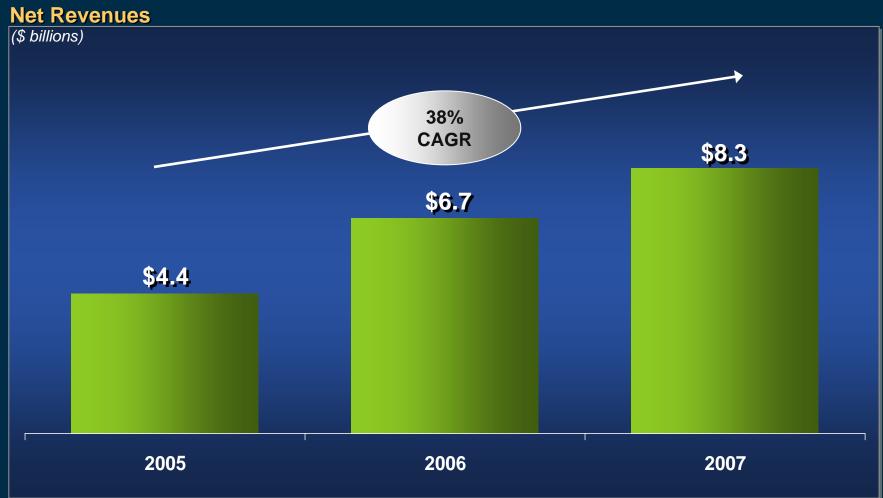
Investment Banking: Global Diversification

2007 Net Revenues





Equity Markets: Record Results

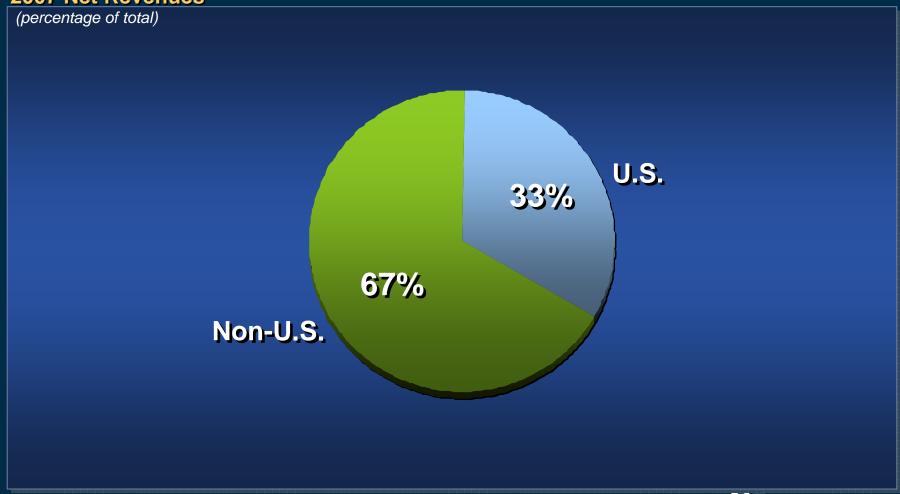




Note: Includes net benefit of \$700 million related to changes in the carrying value of certain long-term liabilities disclosed in third and fourth quarters of 2007.

Equity Markets: Global Diversification

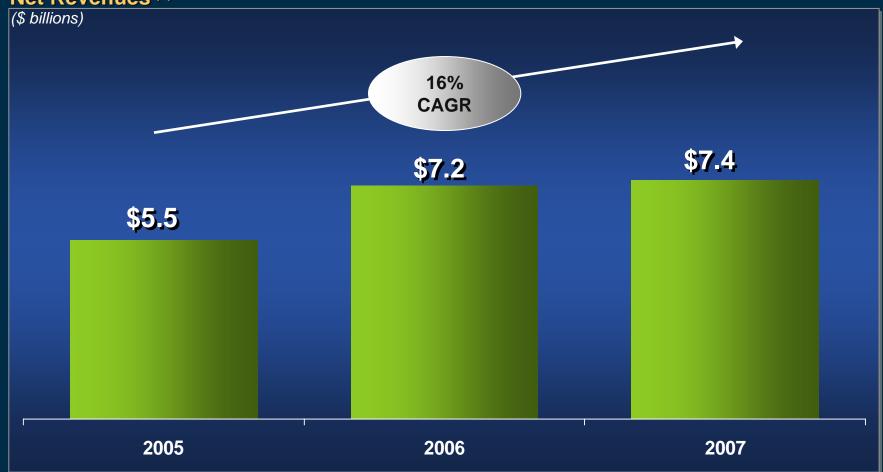
2007 Net Revenues





FICC: Revenue Growth excluding U.S. ABS CDO and Sub-prime

Net Revenues (1)

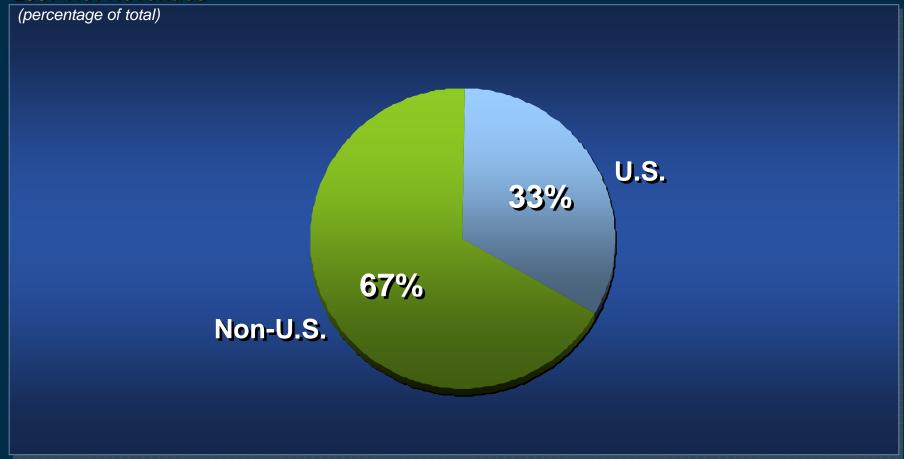


(1) 2007 FICC net revenues adjusted to exclude net revenues of approximately negative \$23.2 billion, which is comprised of net write-downs of \$20.0 billion related to U.S. ABS CDOs and residential sub-prime mortgages (including sub-prime assets in the Bank) in the second half of 2007, net revenues of approximately negative \$600 million related to U.S. ABS CDOs and residential sub-prime mortgages in the first half of 2007 and credit valuation adjustments of negative \$2.6 billion related to hedges with financial guarantors on U.S. super senior ABS CDOs. 2007 net revenues include the net benefit in 2007 of \$1.2 billion related to changes in the carrying value of certain long-term liabilities.



FICC: Global Diversification

2007 Net Revenues (1)



Note: Regional allocation based on internal management reporting.

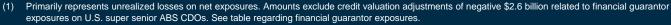
(1) 2007 FICC net revenues adjusted to exclude net revenues of approximately negative \$23.2 billion, which is comprised of net write-downs of \$20.0 billion related to U.S. ABS CDOs and residential sub-prime mortgages (including sub-prime assets in the Bank) in the second half of 2007, net revenues of approximately negative \$600 million related to U.S. ABS CDOs and residential sub-prime mortgages in the first half of 2007 and credit valuation adjustments of negative \$2.6 billion related to hedges with financial guarantors on U.S. super senior ABS CDOs. 2007 net revenues include the net benefit in 2007 of \$1.2 billion related to changes in the carrying value of certain long-term liabilities.



Reduction of U.S. ABS CDO Net Exposure

U.S. ABS CDO Net Exposure





⁽²⁾ Primarily consists of principal amortization for U.S. super senior ABS CDO net exposures, as well as changes in hedges and increases due to ineffective hedges.



U.S. ABS CDO and Financial Guarantor Exposures

U.S. ABS CDO Net Exposure at 12/28/07



- **CDO** exposures hedged with monolines
 - Hedges (net of marks) of \$13.8 billion vs. financial guarantors
 - Hedges have \$3.5 billion of mark-to-market value
 - Significant portion of hedge gains protected by CDS on counterparties



Liquidity Strength

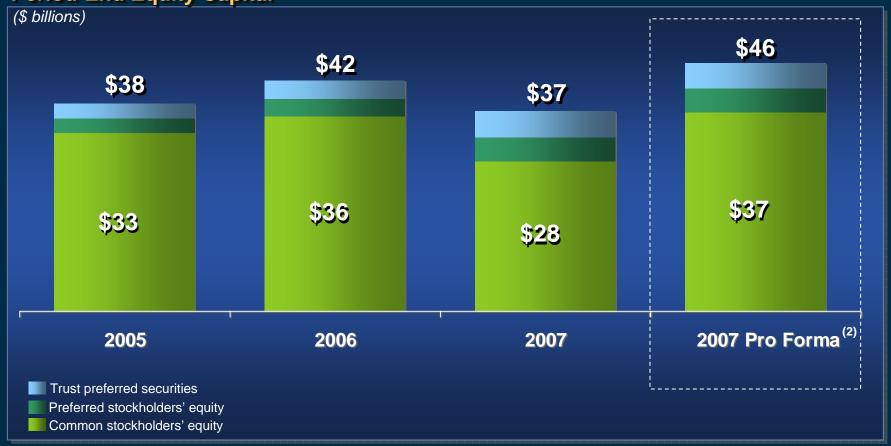
Global Liquidity Sources





Capital Strength

Period-End Equity Capital (1)



⁽²⁾ Pro forma adjustments include equity issuances completed subsequent to 12/28/07, the conversion of the Temasek option and treatment of the mandatory convertible preferred on an "if-converted" basis at \$52.40 per share. Please see the reconciliation of non-GAAP items at www.ir.ml.com for additional details.



⁽¹⁾ Merrill Lynch defines equity capital more broadly than shareholders equity under GAAP, which does not include trust preferred securities (see Capital and Funding section in 2006 Annual Report).

Balance Sheet Optimization Initiatives

- Optimize and shrink balance sheet, particularly in FICC
 - Eliminate uneconomic carry trades
 - Reduce illiquid assets
 - Continue to re-size mortgage and structured finance
- Grow principal investing through third party fund-based model
- Optimize excess liquidity in bank subsidiaries
- Greater discipline around funding, capital usage and risk/reward

Focus on More Efficient Use of Capital to Achieve 20% "Through-the-Cycle" ROE



Third Party Fund Opportunities: 2008 and Beyond

- Increased demand from investors for access to certain asset classes
 - Real Estate, Private Equity, Infrastructure and Special Situations
- Fund model enhances ROE and scalability
- Merrill Lynch initial focus on commercial real estate and regionally specific opportunities
- Synergies and cross-selling opportunities between GMI and GWM

Shift from "on-balance sheet" model to "third-party fund" model



Risk Management Remains Critically Important

- New co-heads with substantial experience
- Direct reporting lines to CEO
- One combined market and credit risk group
- Weekly risk meetings
- Re-aligning organization to better fit business and market environment
- Re-oriented compensation philosophy to "firm results first"



Global Footprint: Emerging Markets Focus in 2008



Emerging Markets Presence at Varying Degrees of Development

Established Local Platform

Franchise Build Underway

Primarily Off-shore

Brazil: Established Local Platform for Leading Franchise



Brazil

Established Local **Platform**

- Bank and broker-dealer license in place since 1997
- Integrated, fully local organization
- **Diverse product capabilities**

2007 **Accomplishments**

- **Revenue growth >130% CAGR 2005-2007**
- **Consistent out-performance of market**
- Top tier foreign bank (#1) franchise

Strategic Imperatives for 2008

- Origination: coverage and non-traditional
- **Build-out of Commodities, Infrastructure**
- Targeted principal investments
- **GWM: On-shore for full service offering**



Note: Excluding foreign banks with local acquisitions.

India: Established Local Platform for Leading Franchise



India

2006 acquisition of most of DSP Merrill LynchMarket leader

- Significant expansion since acquisition
- Diverse product capabilities

2007 **Accomplishments**

- Revenue growth >100% CAGR 2005-2007
- Voted "Best Private Bank" since 2004
- "Best Equities House 2007" by Euromoney

Strategic Imperatives for 2008

- GWM: On-shore and "non-resident Indian" focus
- Product diversification
- Targeted principal investments



Russia: GMI Franchise Build Underway



Russia

2004 - 2007 Milestones

- Local presence set up in 2004
- Broker-dealer license obtained in 1Q07
- Full GMI presence
- Local equity trading in 3Q07

Strategic Imperatives for 2008

- Selective expansion into CIS
- Diversify capabilities
- Targeted origination coverage
- Targeted principal investment



Middle East & North Africa: GMI Franchise Build Underway



Middle East / North Africa

2006 - 2007 Milestones

- GWM local franchise since 1960s
- Dubai license granted 1Q07
- Conditional Saudi license granted 2Q07
- Local team established
- Leading local Equity and Commodities franchise

Strategic Imperatives for 2008

- Selective further on-shore market entry
- Drive deeper synergies with GWM



Turkey: GMI Franchise Build Underway



Turkey

2006 - 2007 Milestones

- Bank and Broker-dealer set up in 4Q06
- Full local GMI presence
- Leading Principal Real Estate franchise
- Local equity and debt trading live

Strategic Imperatives for 2008

- Origination: broadening franchise including M&A & ECM
- Markets: Continue build-out for international investors
- Principal: Selective product and sector extensions



China: Leveraging Off-Shore Success





July 1993 US\$343mm

公SPC

Shanghai Petrochemical NYSE and HKSE *IPO*

> June 2005 US\$3.3bn



China Shenhua **Energy Company** Limited *IPO*

> Feb 2001 US\$1.4bn

CNOOC

IPO

October 2006 US\$21.9bn



ICBC HKSE and SSE **IPO**

December 2006 **US\$2.4bn**

China **Communications** Construction Co. Limited IPO

2004 US\$1,237mm **『**中間の降机せなり FIR CHINA

IPO

October 2000 US\$6.9bn

中國移動有限公司

China Mobile Ltd Simultaneous Equity and CB Offering

> 2006 US\$1.5 bn 伊申目电信

China Telecom

IPO

2004 US\$1.0bn

CNOOC

Convertible Bonds

2007 **US\$108mm**

CHINA SUNERGY

China Sunergy

IPO

2007 **US\$303 mm**

省 新东方

New Oriental Education & Tech. Group Inc. Add-On Offering

> 2006 US\$107mm

> > **Trina**

Trina

IPO

2007 US\$137mm **ACORN**

Acorn

IPO

2006 US\$125 mm

HOME JHH

Home Inns & Hotels Mgmt, Inc. IPO

> 2003 US\$85mm ←trip
> 無程

> > IPO

2007 US\$609mm



Focus Media

Add-On Offering

2006 US\$504 mm



Nine Dragons

IPO

2000 **US\$112mm**



Phoenix Satellite Television

IPO



Conclusions

- Healthy core franchise
- Industry leading wealth management platform
- Global footprint with continued plans for expansion
- Diversified and recurring sources of revenue
- Well-positioned for 2008 with strong liquidity and enhanced capital position
- Firm-first approach led by strengthened management team
- Unique brand



Merrill Lynch & Co., Inc.

John A. Thain

Chairman and CEO
Merrill Lynch & Co., Inc.

Presentation to:

Citigroup 2008

Financial Services Conference



January 30, 2008

