

# 5 Year USD Capital Guarantee linked to a Soft Commodity Basket



## Indicative Terms and conditions

<b>Description:</b>				
The Notes give exposure to a soft commodity basket. Such notes are to be issued pursuant to the terms and conditions of the Merrill Lynch & Co. Note Programme offering documents and related supplements thereto (the "Offering Documents").				
<b>General Terms:</b>				
<b>Issuer:</b>	Merrill Lynch Luxembourg S.A.			
<b>Rating:</b>	S&P AA-, Moody's Aa3, Fitch AA-			
<b>Type of security:</b>	EMTN			
<b>Security Code:</b>	ISIN: XS0325649761	Valor: 3464101		
<b>Trade Date:</b>	6 November 2007			
<b>Initial Valuation Date:</b>	6 November 2007			
<b>Issue Date:</b>	13 November 2007			
<b>Final valuation date:</b>	6 November 2012			
<b>Maturity Date:</b>	13 November 2012			
<b>Currency:</b>	USD			
<b>Issue Price:</b>	100%			
<b>Principal Amount:</b>	USD 3,000,000			
<b>Denomination:</b>	USD 1,000			
<b>Cash Settlement Amount at maturity:</b>				
<b>Underlying Fund:</b>	<b>Index Name</b>	<b>Bloomberg Code</b>	<b>Initial Value</b>	<b>Weightings</b>
	MLCX Soybeans	MLCXSER Index	TBD	25%
	MLCX Sugar	MLCXSBER Index	TBD	25%
	MLCX Corn	MLXCER Index	TBD	25%
	MLCX Wheat	MLCXWER Index	TBD	25%
<b>Min. Redemption:</b>	100%			
<b>Cash Redemption Amount:</b>	$100\% + 100\% \times \text{Max} \left[ 0, \frac{\text{Basket}_{\text{final}} - \text{Basket}_{\text{initial}}}{\text{Basket}_{\text{initial}}} \right]$			
<b>Additional Provisions:</b>				
<b>Dealer:</b>	Merrill Lynch International			
<b>Calculation Agent:</b>	Merrill Lynch International			
<b>Governing Law:</b>	English Law			
<b>Business Days:</b>	New York and London			
<b>Clearing:</b>	Euroclear / Clearstream			
<b>Form of Notes:</b>	Bearer			
<b>Delivery:</b>	Against Payment			
<b>Listing:</b>	Luxembourg			
<b>Secondary Market:</b>	Under normal market conditions, Merrill Lynch International will make a daily secondary market in the Notes on a best effort basis.			
<b>EU Savings Tax Treatment:</b>	Classification for Swiss-EU taxation purposes : Code (out of scope/ TK Code 2) Investors should consult with their investment advisor, bank, and/or tax advisor.			
<b>Sales Restrictions:</b>	United States. The Notes will not be registered for public sale in any jurisdiction and so will be available only in accordance with applicable, available, private offering rules. European Union: Although a Prospectus (as defined in the EU Prospectus Directive 2003/71/EC ("Prospectus Directive")) has been prepared in connection with the Notes and approved by the competent authority, the Prospectus has not been notified to the competent authority of any other European Economic Area ("EEA") member state other than [state] and any purchaser of the Notes			



who subsequently sells any of their Notes in any such EEA member state must do so only in accordance with the requirements of the Prospectus Directive as implemented in such member state.
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#### Disclaimers

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