



EDGA & EDGX STOCK EXCHANGES			
Regulatory Information Circular			
Circular Number:	2010-477	Contact:	Jeff Rosenstock
Date:	July 16, 2010	Telephone:	(201) 942-8295

**Subject: Strategic Accelerated Redemption Securities Linked to the Dow Jones Industrial Average due August 31, 2010**

### **Background Information on the Notes**

As more fully set forth in the Prospectus Supplement, the Merrill Lynch & Co., Inc. ("Merrill Lynch"), the Strategic Accelerated Redemption Securities Linked to the Dow Jones Industrial Average due August 31, 2010 (the "Notes" or "Securities") are senior, unsecured debt securities of Merrill Lynch that provide for an automatic call of the Notes if the closing level of the Dow Jones Industrial Average (the "Index") on any observation date (Observation dates occurring on September 10, 2009, March 10, 2010 and August 24, 2010, "Observation Date") is equal to or greater than the starting value of the Index (11,502.51). If the Notes are called on any Observation Date, an investor will receive on the settlement date an amount per unit equal to the \$10 original public offering price of the Notes plus the applicable call premium, as described in the Prospectus. If the Notes are not called, the amount received on the maturity date will not be greater than the original public offering price per unit and will be based on the direction of and percentage change in the level of the Index from the starting value to the ending value, as determined on the final Observation Date. The Notes will not pay interest and may pay an amount less, and potentially significantly less, than the original public offering price of the Notes. The Notes may be called on any Observation Date.

For additional information regarding the Securities, including the applicable risk factors, please consult the Prospectus Supplement, filed with the Securities and Exchange Commission by Merrill Lynch on September 4, 2007.

### **Exchange Rules Applicable to Trading in the Notes**

The Notes are considered equity securities, thus rendering trading in the Notes subject to the Exchange's existing rules governing the trading of equity securities.

### **Trading Hours**

Trading in the shares on EDGA and EDGX Exchanges (the "Exchanges") is on a UTP basis and is subject to the Exchanges equity trading rules. The shares will trade from 8:00 a.m. until 8:00 p.m. Eastern Time. Members trading the shares during the Extended Market Sessions (Pre-opening and Post-closing sessions) are exposed to the risk of the lack of the calculation or dissemination of underlying index value or intraday indicative value ("IIV"). For certain derivative securities products, an updated underlying index value or IIV may not be calculated or publicly disseminated in the Extended Market hours. Since the underlying index value and IIV are not calculated or widely disseminated during Extended Market hours, an investor who is

unable to calculate implied values for certain derivative securities products during Extended Market hours may be at a disadvantage to market professionals.

### **Trading Halts**

The Exchanges will halt trading in the Shares of a Trust in accordance with Exchange Rules 14.1(c)(4). The grounds for a halt under this Rule include a halt by the primary market because it stops trading the Shares and/or a halt because dissemination of the IIV or applicable currency spot price has ceased, or a halt for other regulatory reasons. In addition, the Exchanges will stop trading the Shares of a Trust if the primary market de-lists the Shares.

### **Delivery of a Prospectus**

Pursuant to federal securities laws, investors purchasing Shares must receive a prospectus prior to or concurrently with the confirmation of a transaction. Investors purchasing Shares directly from the Fund (by delivery of the Deposit Amount) must also receive a prospectus.

Prospectuses may be obtained through the Distributor or on the Fund's website. The Prospectus does not contain all of the information set forth in the registration statement (including the exhibits to the registration statement), parts of which have been omitted in accordance with the rules and regulations of the SEC. For further information about the Fund, please refer to the Trust's registration statement.

**This Regulatory Information Circular is not a statutory Prospectus. Members should consult the Trust's Registration Statement, SAI, Prospectus and the Fund's website for relevant information.**

## Appendix A

Ticker	Fund Name
DCX	Strategic Accelerated Redemption Securities Linked to the Dow Jones Industrial Average due August 31, 2010