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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **September 8, 2008**

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**Merrill Lynch & Co., Inc.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**

(State or Other Jurisdiction  
of Incorporation)

**1-7182**

(Commission File Number)

**13-2740599**

(I.R.S. Employer  
Identification No.)

**4 World Financial Center, New York, New York**

(Address of Principal Executive Offices)

**10080**

(Zip Code)

Registrant's telephone number, including area code: **(212) 449-1000**

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(Former Name or Former Address, if Changed Since Last Report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Effective September 8, 2008, Gary Carlin, 51, has been appointed Chief Accounting Officer of Merrill Lynch & Co., Inc. Mr. Carlin will undertake this role in addition to his current responsibilities as Corporate Controller, a position which he has held since May 2007. From May 2003 to May 2007, Mr. Carlin was Chief Financial Officer of the firm's Global Banking and Credit units. Mr. Carlin succeeds Christopher Hayward, who continues as the firm's Finance Director and also leads the firm's Holding Company Supervision initiatives.

