

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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): May 6, 1994

Merrill Lynch & Co., Inc.

(Exact Name of Registrant as Specified in Charter)

<TABLE>
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Delaware	1-7182	13-2740599
<S> (State or Other Jurisdiction of Incorporation)	<C> (Commission File Number)	<C> (I.R.S. Employer Identification No.)

</TABLE>

World Financial Center, North Tower, New York, New York	10281-1332
----- (Address of Principal Executive Offices)	(Zip Code)

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

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

Item 5. Other Events

Filed herewith is the Preliminary Unaudited Consolidated Balance Sheet as of April 1, 1994 for Merrill Lynch & Co., Inc. and subsidiaries ("ML & Co.") which will be superseded by ML & Co.'s Report on Form 10-Q for the quarter ended April 1, 1994. Also included is a statement re: the computation of ratio of earnings to fixed charges derived from preliminary unaudited consolidated information filed with the Securities and Exchange Commission on April 18, 1994 which will also be superseded by ML & Co.'s Report on Form 10-Q for the quarter ended April 1, 1994.

In addition, on January 1, 1994, ML & Co. adopted Financial Accounting Standards Board Interpretation No. 39 ("Interpretation No. 39"), Offsetting of Amounts Related to Certain Contracts. Interpretation No. 39 affects the financial statement presentation of balances related to swap, forward and other similar exchange or conditional type contracts, and unconditional type contracts. The adoption of Interpretation No. 39 increased assets and liabilities at April 1, 1994 by approximately \$14.0 billion.

During the three month period ended April 1, 1994, ML & Co. repurchased in the open market 7.0 million shares of its common stock.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits

- (12) Statement re: computation of ratios
- (99) Additional Exhibits
 - (i) Preliminary Unaudited Consolidated Balance Sheet

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

MERRILL LYNCH & CO., INC.

(Registrant)

By: /s/ Joseph T. Willett

Joseph T. Willett
Senior Vice President,
Chief Financial Officer

Date: May 6, 1994

EXHIBIT INDEX

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MERRILL LYNCH & CO., INC. AND SUBSIDIARIES

 COMPUTATION OF RATIO OF EARNINGS TO FIXED CHARGES

 (Dollars In Thousands)

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	For the Three Months Ended	
	April 1, 1994	March 26, 1993
<S>	<C>	<C>
Pretax earnings from continuing operations....	\$ 652,208	\$ 590,321
Deduct equity in undistributed net earnings of unconsolidated subsidiaries.....	(3,048)	(1,098)
Total pretax earnings from continuing operations.....	649,160	589,223
Add: Fixed Charges (A)		
Interest.....	1,899,427	1,343,347
Amortization of debt expense.....	797	1,146
Total interest.....	1,900,224	1,344,493
Interest factor in rents.....	33,564	36,933
Total fixed charges.....	1,933,788	1,381,426
Pretax earnings before fixed charges.....	\$2,582,948	\$1,970,649
Ratio of earnings to fixed charges.....	1.34	1.43

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(A) There was no capitalized interest for the 1994 and 1993 first quarters.

MERRILL LYNCH & CO., INC. AND SUBSIDIARIES
PRELIMINARY UNAUDITED CONSOLIDATED BALANCE SHEET

<TABLE>
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(Dollars In Thousands, Except Per Share Amounts)	APRIL 1,
ASSETS	1994
-----	-----
<S>	<C>
CASH AND CASH EQUIVALENTS.....	\$ 1,150,135

CASH AND SECURITIES SEGREGATED FOR REGULATORY PURPOSES OR DEPOSITED WITH CLEARING ORGANIZATIONS...	4,028,823

MARKETABLE INVESTMENT SECURITIES.....	1,743,939

TRADING INVENTORIES, AT FAIR VALUE	
Corporate debt, contractual agreements, and preferred stock.....	27,394,625
Non-U.S. governments and agencies.....	8,831,084
U.S. Government and agencies.....	8,752,521
Equities and convertible debentures.....	8,097,207
Mortgages and mortgage-backed.....	6,318,485
Money markets.....	2,362,471
Municipals.....	1,150,676

Total.....	62,907,069

RESALE AGREEMENTS.....	49,144,330

SECURITIES BORROWED.....	21,186,156

RECEIVABLES	
Customers (net of allowance for doubtful accounts of \$51,280).....	14,498,266
Brokers and dealers.....	9,477,169
Interest and other.....	3,086,611

Total.....	27,062,046

INVESTMENTS OF INSURANCE SUBSIDIARIES.....	7,105,889

LOANS, NOTES, AND MORTGAGES (NET OF ALLOWANCE FOR LOAN LOSSES OF \$190,741).....	1,811,146

OTHER INVESTMENTS.....	806,803

PROPERTY, LEASEHOLD IMPROVEMENTS, AND EQUIPMENT (NET OF ACCUMULATED DEPRECIATION AND AMORTIZATION OF \$1,694,582).....	1,521,485

OTHER ASSETS.....	1,215,975

TOTAL ASSETS.....	\$179,683,796
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MERRILL LYNCH & CO., INC. AND SUBSIDIARIES
PRELIMINARY UNAUDITED CONSOLIDATED BALANCE SHEET

<TABLE>
<CAPTION>

(Dollars In Thousands, Except Per Share Amounts)	APRIL 1,
LIABILITIES AND STOCKHOLDERS' EQUITY	1994
-----	-----
<S>	<C>
LIABILITIES	
REPURCHASE AGREEMENTS.....	\$ 66,156,594

COMMERCIAL PAPER AND OTHER SHORT-TERM BORROWINGS.....	23,299,088
COMMITMENTS FOR SECURITIES SOLD BUT NOT YET PURCHASED, AT FAIR VALUE	
U.S. Government and agencies.....	13,979,878
Equities and convertible debentures.....	3,972,621
Corporate debt, contractual agreements, and preferred stock.....	13,821,556
Non-U.S. governments and agencies.....	2,545,363
Municipals.....	136,972
Total.....	34,456,390
CUSTOMERS.....	13,462,387
INSURANCE.....	6,797,586
BROKERS AND DEALERS.....	8,200,912
OTHER LIABILITIES AND ACCRUED INTEREST.....	6,854,878
LONG-TERM BORROWINGS.....	14,852,894
TOTAL LIABILITIES.....	174,080,729
STOCKHOLDERS' EQUITY	
PREFERRED STOCKHOLDERS' EQUITY	
Preferred stock, par value \$1.00 per share (Liquidation preference \$100,000 per share); authorized: 25,000,000 shares; issued: 3,000 shares; outstanding: 1,938 shares.....	193,800
COMMON STOCKHOLDERS' EQUITY	
Common stock, par value \$1.33 1/3 per share; authorized: 500,000,000 shares; issued: 236,330,162 shares.....	315,105
Paid-in capital.....	1,214,934
Foreign currency translation adjustment.....	(12,296)
Net unrealized losses on investment securities available-for-sale (net of applicable income tax benefit of \$6,194).....	(12,254)
Retained earnings.....	5,106,190
Subtotal.....	6,611,679
Less:	
Treasury stock, at cost: 27,694,702 shares.....	868,184
Unallocated ESOP shares, at cost: 7,742,069 shares.....	121,938
Employee stock transactions.....	212,290
TOTAL COMMON STOCKHOLDERS' EQUITY.....	5,409,267
TOTAL STOCKHOLDERS' EQUITY.....	5,603,067
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY.....	\$179,683,796

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