

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): October 29, 1997

Merrill Lynch & Co., Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware

1-7182

13-2740599

(State or Other
Jurisdiction of
Incorporation)

(Commission
File Number)

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

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 September 26, 1997 for Merrill Lynch & Co., Inc. and subsidiaries ("Merrill Lynch"). Also filed herewith is a statement setting forth the computation of certain Merrill Lynch financial ratios for the periods presented.

Merrill Lynch repurchased .4 and 13.6 million shares of its common stock for the 1997 three- and nine-month periods, respectively, and 9.1 and 30.3 million shares for the corresponding 1996 periods.

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

(c) Exhibits

(12) Computation of Ratios of Earnings to Fixed Charges and
Combined Fixed Charges and Preferred Stock Dividends

(99) Additional Exhibits

(i) Preliminary Unaudited Consolidated Balance Sheet of
Merrill Lynch as of September 26, 1997

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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

EXHIBIT INDEX

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MERRILL LYNCH & CO., INC. AND SUBSIDIARIES
 COMPUTATION OF RATIOS OF EARNINGS TO FIXED CHARGES AND
 COMBINED FIXED CHARGES AND PREFERRED STOCK DIVIDENDS
 (Dollars in Millions)

	Three Months Ended		Nine Months Ended	
	Sept. 26, 1997	Sept. 27, 1996	Sept. 26, 1997	Sept. 27, 1996
	-----	-----	-----	-----
Pretax earnings from continuing operations	\$ 771	\$ 522	\$ 2,322	\$ 1,891
Add: Fixed charges (excluding capitalized interest)	4,209	3,144	11,980	8,786
	-----	-----	-----	-----
Pretax earnings before fixed charges	\$4,980	\$3,666	\$14,302	\$10,677
	=====	=====	=====	=====
Fixed charges:				
Interest	\$4,147	\$3,104	\$11,793	\$ 8,669
Other (A)	63	40	188	117
	-----	-----	-----	-----
Total fixed charges	4,210	3,144	11,981	8,786
Preferred stock dividend requirements	14	18	47	56
	-----	-----	-----	-----
Total combined fixed charges and preferred stock dividends	\$4,224	\$3,162	\$12,028	\$ 8,842
	=====	=====	=====	=====
Ratio of earnings to fixed charges	1.18	1.17	1.19	1.22
Ratio of earnings to combined fixed charges and preferred stock dividends	1.18	1.16	1.19	1.21

(A) Other fixed charges consist of the interest factor in rentals, amortization of debt expense, preferred stock dividend requirements of majority-owned subsidiaries, and capitalized interest.

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

(Dollars in Millions, Except Per Share Amounts)

	Sept. 26, 1997
ASSETS	

Cash and cash equivalents	\$ 4,559

Cash and securities segregated for regulatory purposes or deposited with clearing organizations	10,606

Marketable investment securities	2,342

Trading assets, at fair value	
Corporate debt and preferred stock	35,440
Contractual agreements	17,004
Equities and convertible debentures	24,974
U.S. Government and agencies	9,378
Non-U.S. governments and agencies	12,744
Mortgages, mortgage-backed, and asset-backed	8,038
Money markets	1,474
Municipals	1,451

Total	110,503

Resale agreements	68,559

Securities borrowed	36,252

Receivables	
Customers (net of allowance for doubtful accounts of \$55)	25,263
Brokers and dealers	7,404
Interest and other	7,783

Total	40,450

Investments of insurance subsidiaries	4,962
Loans, notes, and mortgages (net of allowance for loan losses of \$124)	4,454
Other investments	1,600
Property, leasehold improvements, and equipment (net of accumulated depreciation and amortization of \$2,805)	1,939
Other assets	2,204

Total Assets	\$288,430
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MERRILL LYNCH & CO., INC. AND SUBSIDIARIES
PRELIMINARY UNAUDITED CONSOLIDATED BALANCE SHEET

(Dollars in Millions, Except Per Share Amounts)

	Sept. 26, 1997
LIABILITIES, PREFERRED SECURITIES ISSUED BY SUBSIDIARIES, AND STOCKHOLDERS' EQUITY	

LIABILITIES	
Repurchase agreements	\$ 74,872

Commercial paper and other short-term borrowings	58,240

Trading liabilities, at fair value	
U.S. Government and agencies	15,694
Contractual agreements	13,815
Equities and convertible debentures	17,724
Non-U.S. governments and agencies	9,362
Corporate debt and preferred stock	6,675
Municipals	129
Total	63,399
Customers	14,818
Insurance	4,807
Brokers and dealers	6,375
Other liabilities and accrued interest	17,497
Long-term borrowings	39,998
Total Liabilities	280,006
PREFERRED SECURITIES ISSUED BY SUBSIDIARIES	627
STOCKHOLDERS' EQUITY	
Preferred Stockholders' Equity	425
Common Stockholders' Equity	
Common stock, par value \$1.33 1/3 per share; authorized: 500,000,000 shares; issued: 472,660,324 shares	630
Paid-in capital	1,031
Foreign currency translation adjustment	(39)
Net unrealized gains on investment securities available-for-sale (net of applicable income tax expense of \$19)	37
Retained earnings	9,095
Subtotal	10,754
Less:	
Treasury stock, at cost: 140,308,114 shares	2,932
Employee stock transactions	450
Total Common Stockholders' Equity	7,372
Total Stockholders' Equity	7,797
Total Liabilities, Preferred Securities Issued by Subsidiaries, and Stockholders' Equity	\$ 288,430