

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 31, 1994

Merrill Lynch & Co., Inc.

(Exact Name of Registrant as Specified in 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
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(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 for Merrill Lynch & Co., Inc. and subsidiaries ("ML & Co.") as of September 30, 1994. Also filed is a statement re: the computation of ratio of earnings to fixed charges derived from preliminary unaudited consolidated financial information filed with the Securities and Exchange Commission on October 18, 1994. As previously reported, ML & Co. adopted, as of January 1, 1994, Financial Accounting Standards Board Interpretation No. 39 ("Interpretation No. 39"), "Offsetting of Amounts Related to Certain Contracts", which affects the financial statement presentation of balances principally related to swap, forward, and other similar contracts. At September 30, 1994, assets and liabilities increased approximately \$12.0 billion for the effect of Interpretation No. 39.

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

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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

Date: October 31, 1994

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EXHIBIT INDEX

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MERRILL LYNCH & CO., INC. AND SUBSIDIARIES

 COMPUTATION OF RATIO OF EARNINGS TO FIXED CHARGES

(Dollars In Thousands)

<TABLE>
 <CAPTION>

	For the Three Months Ended		For the Nine Months Ended	
	Sept. 30, 1994	Sept. 24, 1993	Sept. 30, 1994	Sept. 1993

24,				

<S>	<C>	<C>	<C>	<C>
Pretax earnings from continuing operations.	\$ 389,522	\$ 642,299	\$1,474,392	\$1,827,528
Deduct equity in undistributed net earnings of unconsolidated subsidiaries.....	(3,218)	(3,598)	(15,666)	(12,136)
--				
Total pretax earnings from continuing operations.....	386,304	638,701	1,458,726	1,815,392
--				
Add: Fixed Charges (A)				
Interest.....	2,223,203	1,500,574	6,198,030	4,246,643
Amortization of debt expense.....	512	930	2,080	3,066
--				
Total interest.....	2,223,715	1,501,504	6,200,110	4,249,709
Interest factor in rents.....	31,017	34,259	96,822	104,975
--				
Total fixed charges.....	2,254,732	1,535,763	6,296,932	4,354,684
--				
Pretax earnings before fixed charges.....	\$2,641,036	\$2,174,464	\$7,755,658	\$6,170,076
===== Ratio of earnings to fixed charges.....	1.17	1.42	1.23	1.42
=====				

</TABLE>

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

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

<TABLE>
<CAPTION>

(Dollars in Thousands, Except Per Share Amounts)	SEPT. 30, 1994
ASSETS	

<S>	<C>
CASH AND CASH EQUIVALENTS.....	\$ 2,350,480

CASH AND SECURITIES SEGREGATED FOR REGULATORY PURPOSES OR DEPOSITED WITH CLEARING ORGANIZATIONS.....	5,313,256

MARKETABLE INVESTMENT SECURITIES.....	2,146,744

TRADING INVENTORIES, AT FAIR VALUE	
Corporate debt, contractual agreements, and preferred stock.....	25,560,618
Non-U.S. governments and agencies.....	6,354,539
U.S. Government and agencies.....	6,538,910
Equities and convertible debentures.....	7,110,871
Mortgages and mortgage-backed.....	5,716,300
Money markets.....	1,595,807
Municipals.....	978,842

Total.....	53,855,887

RESALE AGREEMENTS.....	47,438,355

SECURITIES BORROWED.....	20,561,976

RECEIVABLES	
Customers (net of allowance for doubtful accounts of \$47,110).....	13,252,840
Brokers and dealers.....	9,380,993
Interest and other.....	2,818,136

Total.....	25,451,969

INVESTMENTS OF INSURANCE SUBSIDIARIES.....	6,029,482

LOANS, NOTES, AND MORTGAGES (NET OF ALLOWANCE FOR LOAN LOSSES OF \$201,001).....	1,595,448

OTHER INVESTMENTS.....	857,353
PROPERTY, LEASEHOLD IMPROVEMENTS, AND EQUIPMENT (NET OF ACCUMULATED DEPRECIATION AND AMORTIZATION OF \$1,829,552).....	1,556,655

OTHER ASSETS.....	1,237,301

TOTAL ASSETS.....	\$168,394,906
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</TABLE>

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

<TABLE>
<CAPTION>

(Dollars in Thousands, Except Per Share Amounts)	SEPT. 30, 1994
LIABILITIES AND STOCKHOLDERS' EQUITY	

<S>	<C>
LIABILITIES	
REPURCHASE AGREEMENTS.....	\$ 56,635,531

COMMERCIAL PAPER AND OTHER SHORT-TERM BORROWINGS.....	24,260,981

COMMITMENTS FOR SECURITIES SOLD BUT NOT YET PURCHASED, AT FAIR VALUE	
U.S. Government and agencies.....	16,220,950
Equities and convertible debentures.....	5,135,063
Corporate debt, contractual agreements,	

and preferred stock.....	12,930,569
Non-U.S. governments and agencies.....	1,485,145
Municipals.....	193,430

Total.....	35,965,157

CUSTOMERS.....	10,520,822
INSURANCE.....	5,823,306
BROKERS AND DEALERS.....	6,240,925
OTHER LIABILITIES AND ACCRUED INTEREST.....	7,395,476
LONG-TERM BORROWINGS.....	15,847,957

TOTAL LIABILITIES.....	162,690,155

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.....	1,211,125
Foreign currency translation adjustment.....	4,466
Net unrealized losses on investment securities	
available-for-sale (net of applicable income tax	
benefit of \$24,751).....	(45,409)
Retained earnings.....	5,495,685

Subtotal.....	6,980,972
Less:	
Treasury stock, at cost: 36,701,040 shares.....	1,203,212
Unallocated ESOP shares, at cost: 6,816,714 shares.....	107,363
Employee stock transactions.....	159,446

TOTAL COMMON STOCKHOLDERS' EQUITY.....	5,510,951

TOTAL STOCKHOLDERS' EQUITY.....	5,704,751

TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY.....	\$168,394,906
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