
**UNITED STATES
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): September 3, 2008

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.)

4 World Financial Center, New York, New York

10080

(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.)

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 3, 2008, Alberto Criboire resigned as a director of Merrill Lynch & Co., Inc. Merrill Lynch's related press release is filed as Exhibit 99.1 to this Form 8-K and is incorporated by reference herein.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

Exhibit Number

99.1 Press release, dated September 4, 2008, issued by Merrill Lynch & Co., Inc.

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/ Judith A. Witterschein
Judith A. Witterschein
Corporate Secretary

Date: September 4, 2008

EXHIBIT INDEX

Exhibit Number

99.1

Press release, dated September 4, 2008, issued by Merrill Lynch & Co., Inc.

News

Merrill Lynch & Co., Inc.

World Headquarters
4 World Financial Center

New York, New York 10080



Release date: September 4, 2008

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**Alberto Cribiore Resigns From Merrill Lynch
Board of Directors**

NEW YORK, September 4, 2008 — Merrill Lynch & Co., Inc. (**NYSE: MER**) today announced that Alberto Cribiore is resigning from the company's board of directors to accept a senior executive position at Citigroup. Mr. Cribiore's resignation is effective as of September 3, 2008. He has been a member of the Merrill Lynch Board of Directors since 2003.

"Alberto has informed me of his decision to resign from the board of Merrill Lynch. We are grateful for his years of leadership and contributions, including recently serving as interim non-executive chairman, and head of the CEO search committee. On behalf of the board, our shareholders, and employees around the world, I want to thank Alberto and wish him well. Citigroup is fortunate to have Alberto in this new role," said John A. Thain, chairman and CEO of Merrill Lynch.

"I feel this is the right time for me to make this move. I am delighted by the excellent progress that Merrill has made under John's leadership over the past 9 months and have great confidence in the company's long term prospects in the hands of this capable board and world-class senior management team," said Mr. Cribiore. "With this move, I return to a hands-on operational role, as opposed to a purely advisory position. It is this challenge that truly excites me, but unfortunately, in taking this new responsibility at Citi, I had to resign from my position as a Merrill Lynch Director. I feel deeply honored and privileged to have participated in the

progress made at Merrill Lynch and in particular to have been associated with the great people of Merrill Lynch worldwide.”

Merrill Lynch is one of the world’s leading wealth management, capital markets and advisory companies with offices in 40 countries and territories and total client assets of approximately \$1.6 trillion. As an investment bank, it is a leading global trader and underwriter of securities and derivatives across a broad range of asset classes and serves as a strategic advisor to corporations, governments, institutions and individuals worldwide. Merrill Lynch owns approximately half of BlackRock, one of the world’s largest publicly traded investment management companies with \$1.4 trillion in assets under management at June 30, 2008. For more information on Merrill Lynch, please visit www.ml.com.

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