FORM 4

(D...;

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Report ONEAL E STANLEY	2. Issuer Name an MERRILL LY					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (Fi MERRILL LYNCH & C FINANCIAL CENTER	3. Date of Earliest 02/25/2005	Transaction	(Moi	nth/Day/Y	ear)	_X_Director10% Owner X_Officer (give title below)Other (specify below) Chairman of the Board & CEO				
^{(Sh} NEW YORK, NY 10080	4. If Amendment, I	Date Origina	ıl File	ed(Month/Da	ay/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (St	ate) (Zip)		Table I - N	lon-I	Derivative	Securi	ities Acqui	red, Disposed of, or Beneficially Ow	ned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Form:	7. Nature of Indirect Beneficial
		(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	1
Common Stock	02/25/2005		М		28,064	А	\$ 13.6406	1,052,003	D	
Common Stock	02/25/2005		F		17,160	D	\$ 58.96	1,034,843	D	
Common Stock	02/25/2005		М		47,856	А	\$ 20.2969	1,082,699	D	
Common Stock	02/25/2005		F		31,994	D	\$ 58.96	1,050,705	D	
Common Stock	02/28/2005		S		5,800	D	\$ 59.03	1,044,905	D	
Common Stock	02/28/2005		S		200	D	\$ 59.04	1,044,705	D	
Common Stock	02/28/2005		S		32,300	D	\$ 59.05	1,012,405	D	
Common Stock	02/28/2005		S		1,700	D	\$ 59.06	1,010,705	D	
Common Stock	02/28/2005		S		10,000	D	\$ 59.07	1,000,705	D	
Common Stock	02/28/2005		S		31,109	D	\$ 59.10	969,596	D	
Common Stock	02/28/2005		S		4,100	D	\$ 59.13	965,496	D	
Common Stock	02/28/2005		S		900	D	\$ 59.14	964,596	D	
Common Stock	02/28/2005		S		12,600	D	\$ 59.15	951,996	D	
Common Stock								31,364	Ι	Trust
Common Stock								9,600	Ι	Trust
Common Stock								15,531	Ι	Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained SEC 1474 (9-02) in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II	- Deriva	tive	Securities	Acquire	l, Disposed	l of, or	Beneficially	Owned

	(e.g., puts, cans, warrants, options, convertible securities)														
1. Title of			3A. Deemed									10.	11. Nature		
	Conversion		· · · ·					Expiration Date		of Underlyin	ıg	Derivative		Ownership	
Security		(Month/Day/Year)		Code				(Month/Day		Securities		2			Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8))	Acq	uired (A)			(Instr. 3 and	4)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					or D	or Disposed					Owned	Security:	(Instr. 4)	
	Security					of (l	D)						Following	Direct (D)	
						(Ins	tr. 3, 4,						Reported	or Indirect	
						and	5)						Transaction(s)	(I)	
											Amount		(Instr. 4)	(Instr. 4)	
											or				
									Expiration		Number				
								Exercisable	Date		of				
				Code	V	(A)	(D)				Shares				
G. 1						()	()								
Stock															
Option -	\$									Common					
Right to	-	02/25/2005		М			28,064	<u>(1)</u>	01/24/2006	Common Stock	28,064	\$ 0	0	D	
Acquire							,			Stock	,				
Acquire															

Stock Option - Right to Acquire	\$.2969	02/25/2005		М		4	47,856	<u>(1)</u>	01/29/2007	Common Stock	47,856	\$ 0	0	D	
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Reporting Owners

		Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other						
ONEAL E STANLEY MERRILL LYNCH & CO., INC. 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080	Х		Chairman of the Board & CEO							

Signatures

E. Stanley O'Neal (by Michael A. LaMaina, as agent)	03/01/2005
Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) All stock options are exercisable.

Remarks:

All reported positions have been rounded down to the nearest whole number.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.