FORM 4

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

OMB APPROVAL

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

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

(Print or Ty	pe Response	es)													
1. Name and Address of Reporting Person* ONEAL E STANLEY				2. Issuer Name and Ticker or Trading Symbol MERRILL LYNCH & CO INC [MER]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)X_ Director 10% Owner					
(Last) (First) (Middle) C/O MERRILL LYNCH & CO., INC., 4 WORLD FINANCIAL CENTER			3. Date of Earliest Transaction (Month/Day/Year) 02/22/2006						X Officer (give title below) Other (specify below) Chairman of the Board and CEO						
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or _X_ Form filed by 0			applicable Lin	e)	
NEW YORK, NY 10080											eporting Person				
(City) (State) (Zip)			Table I - Non-Derivative Securities Acqu							ired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Ye:			2A. Deemed Execution Date, if any (Month/Day/Year)		(Instr. 8)		or Disposed of (D) (Instr. 3, 4 and 5))) 				Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	e V	Amount	(A) or (D)	Price				I) Instr. 4)	
Common	Stock		02/22/2006			M		75,030	A	\$ 31	957,049])	
Common	Stock		02/22/2006			F		51,731	D	\$ 76.53	905,318])	
Common	Stock		02/22/2006			M		173,560	A	\$ 36.17	1,078,878])	
Common	Stock		02/22/2006			F		125,786	D	\$ 76.53	953,092])	
Common	Stock		02/22/2006			M		190,790	A	\$ 43.78	1,143,882])	
Common	Stock		02/22/2006			F		148,177	D D	\$ 76.53	995,705])	
Common Stock 02/23/2006				S		10,038	D	\$ 76.55	985,667])			
Common Stock 02/23/2006		02/23/2006			S		36,400	D	\$ 76.52	949,267		1)		
Common Stock 02/23/2006		02/23/2006			S		100,000	D	\$ 76.50	849,280 (1)		1)		
Common Stock										22,964]		Trust	
Common Stock										7,900]	·	Trust	
Common Stock									735]		Trust		
Common Stock										92,823]		Trust	
Common	Stock										275,529]		Trust
Reminder: 1	Report on a s	separate line for each	class of securities h	peneficially o	wned d	irectly or	r indirect	lv.							
	r	- F					Pers in th	ons who	re not	required	collection of to respond u ol number.				1474 (9-02)
			Table II	- Derivative			uired, Di	isposed of	, or Ben	eficially					
1. Title of Derivative Security (Instr. 3)	of 2. 3. Transaction 3A. Deemed Execution Date, if One Exercise (Month/Day/Year) any 4.		4. Transaction Code (Instr. 8)	Fransaction Derivative Ex Code Securities (M		6. Date Expirati (Month/	Date Exercisable and piration Date onth/Day/Year) 7. Onto Date onth/Day/Year)		7. Title of Und Securit	and 4)	8. Price of Derivative Security (Instr. 5)	9. Number on Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form of Derivati Security Direct (or Indire	Ownershi (Instr. 4) D)	
				Code V	(A)	(D)	Date Exercisa		ration	Title	Amount or Number of Shares		,		

Stock Option - Right to Acquire (2)	\$ 31	02/22/2006	M	75,030	(3)	01/26/2008	Common Stock	75,030	\$ 0	0	D	
Stock Option - Right to Acquire (2)	\$ 36.1719	02/22/2006	M	173,560	(3)	01/25/2009	Common Stock	173,560	\$ 0	0	D	
Stock Option - Right to Acquire (2)	\$ 43.7812	02/22/2006	M	190,790	(3)	01/27/2010	Common Stock	190,790	\$ 0	581,230	D	

Reporting Owners

	Reporting Owner Name / Address		Relationships							
			10% Owner	Officer	Other					
C/ 4 \	NEAL E STANLEY O MERRILL LYNCH & CO., INC. WORLD FINANCIAL CENTER EW YORK, NY 10080	X		Chairman of the Board and CEO						

Signatures

E. Sta	anley O'Neal (by Michael A. LaMaina, as agent)	02/24/2006		
	**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) This total also reflects the acquisition of shares of Merrill Lynch & Co., Inc. Common Stock as a result of an allocation in a Merrill Lynch plan which is exempt from the reporting requirements under the provisions of Rule 16a-3.
- (2) These stock options were granted under the Merrill Lynch & Co., Inc. Long Term Incentive Compensation Plan. Transactions under this Plan are exempt under the provisions of Rule 16b-3.
- (3) All 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.