FORM 4

(Print or Type Responses)

Kim Dow

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

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

1. Name and Address of Reporting Person*

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

2. Issuer Name and Ticker or Trading Symbol

MERRILL LYNCH & CO INC [MER]

C/O MERRILL LYNCH & CO. FINANCIAL CENTER	3. Date of Earlie 03/02/2006		,	Executive Vice President								
(Street) NEW YORK, NY 10080	4. If Amendmen	ed(Month/Day	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) (State)	(Zip)		Table l	- Non-	Derivative	Securi	ties Acquir	red, Disposed of	f, or Benef	icially Owne	d	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	(Instr. 8)		on 4. Securities Acqu or Disposed of (D) (Instr. 3, 4 and 5)		Owned Follo		f Securities Beneficially owing Reported s)		6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership
		(World Bay) 1 Co	Code	V	Amount	(A) or (D)	Price	(ilisu. 3 and 4)			or Indirect (I) (Instr. 4)	
Common Stock	03/02/2006		М		32,072	A	\$ 43.7812	621,861			D	
Common Stock	03/02/2006		F		24,762	D	\$ 77.715	597,099			D	
Common Stock	03/02/2006		М		125,788	A	\$ 53.745	722,887			D	
Common Stock	03/02/2006		F		105,536	D	\$ 77.715	617,351			D	
Common Stock	03/02/2006		М		12,317	A	\$ 36.065	629,668			D	
Common Stock	03/02/2006		F		8,872	D	\$ 77.715	620,796			D	
Common Stock	03/03/2006		S		2,900	D	\$ 77.32	617,896			D	
Common Stock	03/03/2006		S		1,200	D	\$ 77.33	616,696			D	
Common Stock	03/03/2006		S		100	D	\$ 77.31	616,596			D	
Common Stock	03/03/2006		S		6,007	D	\$ 77.51	610,589			D	
Common Stock	03/03/2006		S		2,700	D	\$ 77.59	607,889			D	
Common Stock	03/03/2006		S		500	D	\$ 77.55	607,389			D	
Common Stock	03/03/2006		S		1,800	D	\$ 77.56	605,589			D	
Common Stock	03/03/2006		S		3,800	D	\$ 77.53	601,789			D	
Common Stock	03/03/2006		S		1,200	D	\$ 77.52	600,589			D	
Common Stock	03/03/2006		S		1,500	D	\$ 77.63	599,089			D	
Common Stock	03/03/2006		S		2,700	D	\$ 77.62	596,389			D	
Common Stock	03/03/2006		S		1,900	D	\$ 77.67	594,489			D	
Common Stock	03/03/2006		S		1,300	D	\$ 77.66	593,189			D	
Common Stock	03/03/2006		S		3,400	D	\$ 77.70	589,804 (1)			D	
Reminder: Report on a separate line for		,	,	Per in t a cu	sons who his form a urrently va	re not alid Of	required MB contro	collection of to respond ur Il number.				1474 (9-02)
	Table II	- Derivative Sec (e.g., puts, call						Owned				
1. Title of Derivative Conversion or Exercise (Instr. 3) 2. Conversion Date (Month/Day/Y Derivative Security	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5.1 Transaction Dec Code Sec (Instr. 8) Acc or 1 (D)	Number of rivative curities quired (A) Disposed of	6. Date Expirat	e Exercisabl tion Date n/Day/Year)	e and		rlying es		9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form of Derivati Security Direct (or Indire	Benefici Ownersh (Instr. 4)

			Code	V	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option - Right to Acquire (2)	\$ 43.7812	03/02/2006	М			32,072	(3)	01/27/2010	Common Stock	32,072	\$ 0	0	D	
Stock Option - Right to Acquire (2)	\$ 53.745	03/02/2006	M			125,788	(3)	01/28/2012	Common Stock	125,788	\$ 0	0	D	
Stock Option - Right to Acquire (2)	\$ 36.065	03/02/2006	M			12,317	<u>(4)</u>	01/27/2013	Common Stock	12,317	\$ 0	36,953	D	

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Kim Dow C/O MERRILL LYNCH & CO., INC. 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080			Executive Vice President					

Signatures

Dow Kim (by Michael A. LaMaina, as agent)	03/06/2006		
**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 and dividend reinvestment in Merrill Lynch plans which are exempt from the reporting requirements under the provisions of Rule 16a-3 and/or Rule 16a-11.
- (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.
- (4) 12,318 stock options are currently exercisable. 24,635 stock options are exercisable after 1/27/2007.

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.