

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 15, 1996

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

(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 are the Preliminary Unaudited Earnings Summaries, as contained in a press release dated October 15, 1996, for Merrill Lynch & Co., Inc. ("ML & Co.") for the three- and nine-month periods ended September 27, 1996. The results of operations set forth therein for such periods are unaudited. All adjustments, consisting only of normal recurring accruals, that are, in the opinion of management, necessary for a fair presentation of the results of operations for the periods presented have been included. The nature of ML & Co.'s business is such that the results for any interim period are not necessarily indicative of the results for a full year.

Total stockholders' equity, long-term borrowings, and book value per common share as of September 27, 1996 were approximately \$6.6 billion, \$24.1 billion, and \$36.40, respectively.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) EXHIBITS.

(99) Additional Exhibits

(i) Preliminary Unaudited Earnings Summaries for the three-
and nine-month periods ended September 27, 1996.

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 15, 1996

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EXHIBIT 99(i)

MERRILL LYNCH & CO., INC. PRELIMINARY UNAUDITED EARNINGS SUMMARY

[In millions, except per share amounts]	For Three Months Ended			Percent Inc/(Dec)	
	September 27, 1996	June 28, 1996	September 29 1995	3Q96 vs. 2Q96	3Q96 vs. 3Q95
<S>	<C>	<C>	<C>	<C>	<C>
Revenues:					
Commissions	\$ 860	\$ 970	\$ 829	(11.3)%	3.7 %
Interest and Dividends	3,357	3,040	3,004	10.4	11.7
Principal Transactions	818	908	663	(9.9)	23.4
Investment Banking	471	580	354	(18.8)	33.1
Asset Management and Portfolio Service Fees	570	553	484	3.1	17.8
Other	125	139	97	(10.2)	28.4
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Total Revenues	6,201	6,190	5,431	0.2	14.2
Interest Expense	3,108	2,810	2,749	10.6	13.1
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Net Revenues	3,093	3,380	2,682	(8.5)	15.3
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Non-Interest Expenses:					
Compensation and Benefits	1,612	1,741	1,392	(7.4)	15.8
Communications and Equipment Rental	141	137	123	3.0	15.2
Occupancy	116	113	113	2.8	2.5

Depreciation and Amortization	104	98	93	5.4	11.6
Professional Fees	152	140	114	8.3	33.4
Advertising and Market Development	125	124	102	0.3	22.3
Brokerage, Clearing, and Exchange Fees	103	101	89	2.4	16.5
Other	218	228	171	(4.1)	27.4
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Total Non-Interest Expenses	2,571	2,682	2,197	(4.2)	17.0
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Earnings Before Income Taxes	522	698	485	(25.2)	7.5
Income Tax Expense	191	265	185	(27.7)	3.3
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Net Earnings	\$ 331	\$ 433	\$ 300	(23.6)	10.2
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Preferred Stock Dividends	\$ 12	\$ 11	\$ 11	-	-
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Net Earnings Applicable to Common Stockholders	\$ 319	\$ 422	\$ 289	(24.3)	10.7
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Earnings per Common Share:					
Primary	\$1.69	\$2.19	\$1.47	(22.8)	15.0
Fully Diluted	\$1.68	\$2.19	\$1.46	(23.3)	15.1
Average Shares:					
Primary	189.2	192.9	196.4	(1.9)	(3.7)
Fully Diluted	190.6	192.9	197.2	(1.2)	(3.3)

</TABLE>

Note: Percentages are based on actual numbers before rounding.

EXHIBIT 99(i)

MERRILL LYNCH & CO., INC.
PRELIMINARY UNAUDITED EARNINGS SUMMARY

[In millions, except per share amounts]	For Nine Months Ended		Percent Inc/(Dec)
	September 27, 1996	September 29, 1995	
	-----	-----	-----
Revenues:			
Commissions	\$ 2,819	\$ 2,279	23.7 %
Interest and Dividends	9,407	9,329	0.8
Principal Transactions	2,709	1,952	38.8
Investment Banking	1,428	938	52.4
Asset Management and Portfolio			
Service Fees	1,661	1,397	18.9
Other	386	325	18.8
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Total Revenues	18,410	16,220	13.5
Interest Expense	8,675	8,568	1.3
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Net Revenues	9,735	7,652	27.2
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Non-Interest Expenses:			
Compensation and Benefits	5,044	3,971	27.0
Communications and Equipment Rental	409	351	16.4
Occupancy	345	333	3.7
Depreciation and Amortization	300	266	12.1
Professional Fees	422	318	32.8
Advertising and Market Development	364	284	27.9
Brokerage, Clearing, and Exchange Fees	310	267	16.5
Other	650	533	22.1
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Total Non-Interest Expenses	7,844	6,323	24.0
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Earnings Before Income Taxes	1,891	1,329	42.3
Income Tax Expense	717	519	38.5
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Net Earnings	\$ 1,174	\$ 810	44.8
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Preferred Stock Dividends	\$ 35	\$ 35	-
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Net Earnings Applicable to Common Stockholders	\$ 1,139	\$ 775	47.0
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Earnings per Common Share:			
Primary	\$5.91	\$3.95	49.6
Fully Diluted	\$5.89	\$3.90	51.0
Average Shares:			
Primary	192.6	196.3	(1.9)
Fully Diluted	193.3	198.8	(2.8)

Note: Percentages are based on actual numbers before rounding.