

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): April 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 is the Preliminary Unaudited Earnings Summary, as contained in a press release dated April 15, 1996, for Merrill Lynch & Co., Inc. ("ML & Co.") for the three-month period ended March 29, 1996. The results of operations set forth therein for such period 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 period 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.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits  
-----

(c) Exhibits.  
-----

(99) Additional Exhibits

(i) Preliminary Unaudited Earnings Summary for the  
three-month period ended March 29, 1996.

2

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.

-----  
(Registrant)

By: /s/ Joseph T. Willett  
-----

Joseph T. Willett  
Senior Vice President  
Chief Financial Officer

Date: April 15, 1996

3

EXHIBIT INDEX  
-----

Exhibit No. -----	Description -----	Page ----
(99)	Additional Exhibits	
	(i) Preliminary Unaudited Earnings Summary for the three-month period ended March 29, 1996.	5

4

<TABLE><CAPTION>

EXHIBIT

99(i)

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

FOR THE THREE MONTHS ENDED					
(IN MILLIONS,  EXCEPT PER SHARE AMOUNTS)	PERCENT INC/ (DEC)				
	MAR. 29, 1996	DEC. 29, 1995	MAR. 31, 1995	Q1 96 VS Q4 95	Q1 96 VS Q1 95
	<C>	<C>	<C>	<C>	<C>
REVENUES:					
COMMISSIONS	\$ 989	\$ 847	\$ 685	17 %	
INTEREST AND DIVIDENDS	3,010	2,892	3,030	4	
PRINCIPAL TRANSACTIONS	982	566	675	73	46
INVESTMENT BANKING	378	370	249	2	
ASSET MANAGEMENT AND PORTFOLIO SERVICE FEES	538	494	448	9	
OTHER	122	124	117	(1)	
TOTAL REVENUES	6,019	5,293	5,204	14	
INTEREST EXPENSE	2,758	2,680	2,783	3	
NET REVENUES	3,261	2,613	2,421	25	
NON-INTEREST EXPENSES:					
COMPENSATION AND BENEFITS	1,691	1,299	1,270	30	33
COMMUNICATIONS AND EQUIPMENT RENTAL	131	136	111	(4)	17
OCCUPANCY	116	116	110	-	
DEPRECIATION AND AMORTIZATION	98	100	86	(2)	14
PROFESSIONAL FEES	130	107	99	22	32
ADVERTISING AND MARKET DEVELOPMENT	114	114	86	1	33
BROKERAGE, CLEARING, AND EXCHANGE FEES	106	94	84	13	27
OTHER	204	165	195	24	
TOTAL NON-INTEREST EXPENSES	2,590	2,131	2,041	22	27
EARNINGS BEFORE INCOME TAXES	671	482	380	39	77
INCOME TAX EXPENSE	262	179	152	46	73
NET EARNINGS	\$ 409	\$ 303	\$ 228	35 %	
PREFERRED STOCK DIVIDENDS	\$ 11	\$ 12	\$ 13		
NET EARNINGS APPLICABLE TO COMMON					

STOCKHOLDERS	\$	398	\$	291	\$	215
		=====		=====		=====
EARNINGS PER COMMON SHARE:						
PRIMARY	\$	2.03	\$	1.49	\$	1.08
		=====		=====		=====
FULLY DILUTED	\$	2.03	\$	1.49	\$	1.08
		=====		=====		=====
AVERAGE SHARES:						
PRIMARY		196.2		195.1		199.2
		=====		=====		=====
FULLY DILUTED		196.2		195.1		199.2
		=====		=====		=====

</TABLE>

NOTE: PERCENTAGES ARE BASED ON ACTUAL NUMBERS BEFORE ROUNDING.