

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): August 2, 1994

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 Consolidated Balance Sheet as of July 1, 1994 for Merrill Lynch & Co., Inc. and subsidiaries ("ML & Co."). Also filed is a statement re: the computation of ratio of earnings to fixed charges derived from preliminary unaudited consolidated financial information filed with the Securities and Exchange Commission on July 19, 1994. As previously reported, ML & Co. adopted as of January 1, 1994 Financial Accounting Standards Board Interpretation No. 39 ("Interpretation No. 39"), Offsetting of Amounts Related to Certain Contracts, which affects the financial statement presentation of balances related to swap, forward, and other similar contracts. As of July 1, 1994, assets and liabilities increased approximately \$13.5 billion for the effect of Interpretation No. 39.

During the three-month period ended July 1, 1994, ML & Co. repurchased, in the open market, approximately 6.3 million shares of its common stock.

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

(c) Exhibits

- (12) Statement re: computation of ratios
- (99) Additional Exhibits

(i) Preliminary Unaudited Consolidated Balance Sheet

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.

MERRILL LYNCH & CO., INC.

(Registrant)

By: /s/ Joseph T. Willett

Joseph T. Willett
Senior Vice President,
Chief Financial Officer

Date: August 2, 1994

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MERRILL LYNCH & CO., INC. AND SUBSIDIARIES

 COMPUTATION OF RATIO OF EARNINGS TO FIXED CHARGES

 (Dollars In Thousands)

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	For the Three Months Ended		For the Six Months Ended	
	July 1, 1994	June 25, 1993	July 1, 1994	June 25, 1993
<S>	<C>	<C>	<C>	<C>
Pretax earnings from continuing operations.....	\$ 432,662	\$ 594,908	\$1,084,870	\$1,185,229
Deduct equity in undistributed net earnings of unconsolidated subsidiaries.....	(9,400)	(7,440)	(12,448)	(8,538)
Total pretax earnings from continuing operations.....	423,262	587,468	1,072,422	1,176,691
Add: Fixed Charges (A)				
Interest.....	2,075,400	1,402,722	3,974,827	2,746,069
Amortization of debt expense.....	771	990	1,568	2,136
Total interest.....	2,076,171	1,403,712	3,976,395	2,748,205
Interest factor in rents.....	32,242	33,784	65,806	70,717
Total fixed charges.....	2,108,413	1,437,496	4,042,201	2,818,922
Pretax earnings before fixed charges.....	\$2,531,675	\$2,024,964	\$5,114,623	\$3,995,613
Ratio of earnings to fixed charges.....	1.20	1.41	1.27	1.42

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(A) There was no capitalized interest for the 1994 and 1993 periods.

MERRILL LYNCH & CO., INC. AND SUBSIDIARIES
PRELIMINARY UNAUDITED CONSOLIDATED BALANCE SHEET

<TABLE>
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(Dollars in Thousands, Except Per Share Amounts)	JULY 1,
ASSETS	1994
<S>	<C>
CASH AND CASH EQUIVALENTS.....	\$ 3,310,269
CASH AND SECURITIES SEGREGATED FOR REGULATORY PURPOSES OR DEPOSITED WITH CLEARING ORGANIZATIONS.....	5,571,145
MARKETABLE INVESTMENT SECURITIES.....	2,089,302
TRADING INVENTORIES, AT FAIR VALUE	
Corporate debt, contractual agreements, and preferred stock.....	28,478,182
Non-U.S. governments and agencies.....	8,234,629
U.S. Government and agencies.....	6,203,640
Equities and convertible debentures.....	7,810,518
Mortgages and mortgage-backed.....	5,800,325
Money markets.....	1,830,516
Municipals.....	962,878
Total.....	59,320,688
RESALE AGREEMENTS.....	45,953,364
SECURITIES BORROWED.....	20,215,603
RECEIVABLES	
Customers (net of allowance for doubtful accounts of \$46,350).....	14,399,930
Brokers and dealers.....	7,168,993
Interest and other.....	4,227,808
Total.....	25,796,731
INVESTMENTS OF INSURANCE SUBSIDIARIES.....	6,372,764
LOANS, NOTES, AND MORTGAGES (NET OF ALLOWANCE FOR LOAN LOSSES OF \$205,556).....	1,739,118
OTHER INVESTMENTS.....	825,191
PROPERTY, LEASEHOLD IMPROVEMENTS, AND EQUIPMENT (NET OF ACCUMULATED DEPRECIATION AND AMORTIZATION OF \$1,764,730).....	1,571,758
OTHER ASSETS.....	1,240,603
TOTAL ASSETS.....	\$174,006,536

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MERRILL LYNCH & CO., INC. AND SUBSIDIARIES
PRELIMINARY UNAUDITED CONSOLIDATED BALANCE SHEET

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(Dollars in Thousands, Except Per Share Amounts)	JULY 1,
LIABILITIES AND STOCKHOLDERS' EQUITY	1994
<S>	<C>
LIABILITIES	

REPURCHASE AGREEMENTS.....	\$ 60,081,702	-----
COMMERCIAL PAPER AND OTHER SHORT-TERM BORROWINGS.....	23,081,706	-----
COMMITMENTS FOR SECURITIES SOLD BUT NOT YET PURCHASED, AT FAIR VALUE		
U.S. Government and agencies.....	12,692,762	
Equities and convertible debentures.....	4,459,107	
Corporate debt, contractual agreements, and preferred stock.....	14,614,812	
Non-U.S. governments and agencies.....	2,874,041	
Municipals.....	164,669	-----
Total.....	34,805,391	-----
CUSTOMERS.....	13,166,159	
INSURANCE.....	6,077,311	
BROKERS AND DEALERS.....	7,345,447	
OTHER LIABILITIES AND ACCRUED INTEREST.....	8,531,133	
LONG-TERM BORROWINGS.....	15,289,293	-----
TOTAL LIABILITIES.....	168,378,142	-----
STOCKHOLDERS' EQUITY		
PREFERRED STOCKHOLDERS' EQUITY		
Preferred stock, par value \$1.00 per share (Liquidation preference \$100,000 per share); authorized: 25,000,000 shares; issued: 3,000 shares; outstanding: 1,938 shares.....	193,800	-----
COMMON STOCKHOLDERS' EQUITY		
Common stock, par value \$1.33 1/3 per share; authorized: 500,000,000 shares; issued: 236,330,162 shares.....	315,105	
Paid-in capital.....	1,209,817	
Foreign currency translation adjustment.....	2,728	
Net unrealized losses on investment securities available-for-sale (net of applicable income tax benefit of \$18,366).....	(34,330)	
Retained earnings.....	5,310,680	-----
Subtotal.....	6,804,000	
Less:		
Treasury stock, at cost: 33,092,703 shares.....	1,070,374	
Unallocated ESOP shares, at cost: 7,255,040 shares.....	114,267	
Employee stock transactions.....	184,765	-----
TOTAL COMMON STOCKHOLDERS' EQUITY.....	5,434,594	-----
TOTAL STOCKHOLDERS' EQUITY.....	5,628,394	-----
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY.....	\$174,006,536	=====

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