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): February 26, 2002

Merrill Lynch & Co., Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware	1-7182	13-2740599
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

4 World Financial Center, New York, New York	10080
(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 December 28, 2001 for Merrill Lynch & Co., Inc. and subsidiaries ("Merrill Lynch"). Also filed herewith is a statement setting forth the computation of certain financial ratios for the periods presented.

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

(c) Exhibits

(12) Computation of Ratios of Earnings to Fixed Charges and Combined Fixed Charges and Preferred Stock Dividends.

(99) Additional Exhibits

(i) Preliminary Unaudited Consolidated Balance Sheet of Merrill Lynch as of December 28, 2001.

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/ Thomas H. Patrick

Thomas H. Patrick
Executive Vice President
and Chief Financial Officer

Date: February 26, 2002

EXHIBIT INDEX

Exhibit No.	Description	Page
(12)	Computation of Ratios of Earnings to Fixed Charges and Combined Fixed Charges and Preferred Stock Dividends	5
(99)	Additional Exhibits	
	(i) Preliminary Unaudited Consolidated Balance Sheet as of December 28, 2001	6-7

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EXHIBIT 12

MERRILL LYNCH & CO., INC. AND SUBSIDIARIES
COMPUTATION OF RATIOS OF EARNINGS TO FIXED CHARGES AND
COMBINED FIXED CHARGES AND PREFERRED STOCK DIVIDENDS
(dollars in millions)

	YEAR ENDED LAST FRIDAY IN DECEMBER				
	2001	2000	1999	1998	1997
	(52 weeks)	(52 weeks)	(53 weeks)	(52 weeks)	(52 weeks)
<S>	<C>	<C>	<C>	<C>	<C>
Pre-tax earnings	$ 1,377	$ 5,717	$ 4,206	$ 2,120	$ 3,102
Add: Fixed charges (excluding capitalized interest and preferred security dividend requirements of subsidiaries)	17,097	18,307	13,235	17,237	15,128
Pre-tax earnings before fixed charges	18,474	24,024	17,441	19,357	18,230
Fixed charges:					
Interest	16,843	18,052	12,987	17,014	14,938
Other (a)	451	465	451	354	240
Total fixed charges	17,294	18,517	13,438	17,368	15,178
Preferred stock dividends	55	55	56	58	62
Total combined fixed charges and preferred stock dividends	$17,349	$18,572	$13,494	$17,426	$15,240
RATIO OF EARNINGS TO FIXED CHARGES	1.07	1.30	1.30	1.11	1.20
RATIO OF EARNINGS TO COMBINED FIXED CHARGES AND PREFERRED STOCK DIVIDENDS	1.06	1.29	1.29	1.11	1.20

(a) Other fixed charges consists of the interest factor in rentals, amortization of debt issuance costs, preferred security dividend requirements of subsidiaries, and amortization of capitalized interest.

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EXHIBIT 99(i)

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

(dollars in millions)	Dec. 28, 2001
<S>	<C>
ASSETS	
CASH AND CASH EQUIVALENTS	$ 11,070
CASH AND SECURITIES SEGREGATED FOR REGULATORY PURPOSES OR DEPOSITED WITH CLEARING ORGANIZATIONS	4,467
SECURITIES FINANCING TRANSACTIONS	
Receivables under resale agreements	69,702
Receivables under securities borrowed transactions	54,930
	124,632
MARKETABLE INVESTMENT SECURITIES	77,820
TRADING ASSETS, AT FAIR VALUE	
Contractual agreements	31,040
Corporate debt and preferred stock	18,134
Equities and convertible debentures	13,923
Mortgages, mortgage-backed, and asset-backed	11,184
U.S. Government and agencies	9,445
Municipals and money markets	5,306
Non-U.S. governments and agencies	3,851
	92,883
SECURITIES PLEDGED AS COLLATERAL	12,084
SECURITIES RECEIVED AS COLLATERAL	3,234
OTHER RECEIVABLES	
Customers (net of allowance for doubtful accounts of $81)	39,856
Brokers and dealers	6,868
Interest and other	8,226
	54,950
INVESTMENTS OF INSURANCE SUBSIDIARIES	3,983
LOANS, NOTES, AND MORTGAGES (net of allowance for loan losses of $425)	19,005
OTHER INVESTMENTS	5,869
EQUIPMENT AND FACILITIES (net of accumulated depreciation and amortization of $4,910)	2,873
GOODWILL (net of accumulated amortization of $924)	4,071
OTHER ASSETS	2,478
TOTAL ASSETS	$419,419

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EXHIBIT 99(i)

MERRILL LYNCH & CO., INC. AND SUBSIDIARIES

PRELIMINARY UNAUDITED CONSOLIDATED BALANCE SHEET

(dollars in millions, except per share amount)	Dec. 28, 2001
<S>	<C>
LIABILITIES	
SECURITIES FINANCING TRANSACTIONS	
Payables under repurchase agreements	$ 74,895
Payables under securities loaned transactions	12,291
	87,186
COMMERCIAL PAPER AND OTHER SHORT-TERM BORROWINGS	5,141
DEPOSITS	85,819
TRADING LIABILITIES, AT FAIR VALUE	
Contractual agreements	36,679
U.S. Government and agencies	18,674
Equities and convertible debentures	9,911
Non-U.S. governments and agencies	5,857
Corporate debt, municipals, and preferred stock	4,796
	75,917
OBLIGATION TO RETURN SECURITIES RECEIVED AS COLLATERAL	3,234
OTHER PAYABLES	
Customers	28,704
Brokers and dealers	11,932
Interest and other	18,474
	59,110
LIABILITIES OF INSURANCE SUBSIDIARIES	3,737
LONG-TERM BORROWINGS	76,572
TOTAL LIABILITIES	396,716
PREFERRED SECURITIES ISSUED BY SUBSIDIARIES	2,695
STOCKHOLDERS' EQUITY	
PREFERRED STOCKHOLDERS' EQUITY (42,500 shares issued and outstanding, liquidation preference $10,000 per share)	425
COMMON STOCKHOLDERS' EQUITY	
Shares exchangeable into common stock	62
Common stock, par value $1.33 1/3 per share; authorized: 3,000,000,000 shares; issued: 962,533,498 shares	1,283
Paid-in capital	4,209
Accumulated other comprehensive loss (net of tax)	(368)
Retained earnings	16,150
	21,336
Less: Treasury stock, at cost: 119,059,651 shares	977
Unamortized employee stock grants	776
TOTAL COMMON STOCKHOLDERS' EQUITY	19,583
TOTAL STOCKHOLDERS' EQUITY	20,008
TOTAL LIABILITIES, PREFERRED SECURITIES ISSUED BY SUBSIDIARIES, AND STOCKHOLDERS' EQUITY	$419,419

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