

FORM 3

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

OMB APPROVAL

OMB Number: 3235-0104
Estimated average burden
hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person* Tosi Laurence A	2. Date of Event Requiring Statement (Month/Day/Year) 11/08/2004	3. Issuer Name and Ticker or Trading Symbol MERRILL LYNCH & CO INC [MER]
(Last) (First) (Middle) MERRILL LYNCH & CO., INC., 4 WORLD FINANCIAL CENTER		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☐ Director ☐ 10% Owner ☒ Officer (give title below) ☐ Other (specify below) Principal Accounting Officer
(Street) NEW YORK, NY 10080		5. If Amendment, Date Original Filed(Month/Day/Year)
(City) (State) (Zip)	6. Individual or Joint/Group Filing(Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned			
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	30,997 (1)	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond
unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option- Right to Acquire (2)	(3)	01/27/2010	Common Stock	10,580	\$ 43.7812	D	
Stock Option- Right to Acquire (2)	(4)	01/23/2011	Common Stock	11,088	\$ 77.5625	D	
Stock Option- Right to Acquire (2)	(5)	01/28/2012	Common Stock	20,718	\$ 53.745	D	
Stock Option- Right to Acquire (2)	(6)	01/27/2013	Common Stock	15,452	\$ 36.065	D	
Stock Appreciation Right (2)	(7)	01/26/2014	Common Stock	10,340	\$ 59.85	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tosi Laurence A MERRILL LYNCH & CO., INC. 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080			Principal Accounting Officer	

Signatures

Laurence A. Tosi (by Michael A. LaMaina, as agent)	11/08/2004
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 includes 30,986 Restricted Shares granted under the Merrill Lynch & Co., Inc. Long-Term Incentive Compensation Plan (the "Plan"), which are subject to vesting and restricted periods. Transactions under this Plan are exempt under the provisions of Rule 16b-3.
- (2) These stock options and stock appreciation rights were granted under the Merrill Lynch & Co., Inc. Long-Term Incentive Compensation Plan (the "Plan"). Transactions under this Plan are exempt under the provisions of Rule 16b-3.
- (3) 2,116 stock options became exercisable after 1/27/01, 1/27/02, 1/27/03 and 1/27/04. 2,116 stock options are exercisable after 1/27/05.
- (4) All stock options became exercisable after 7/31/01.
- (5) All stock options became exercisable after 7/31/02.
- (6) 3,863 stock options became exercisable after 1/27/04. 3,863 stock options are exercisable after 1/27/05, 1/27/06 and 1/27/07.
- (7) 2,585 stock appreciation rights will become exercisable after each of 1/26/05, 1/26/06, 1/26/07 and 1/26/08.

Remarks:

All reported positions have been rounded down to the nearest whole number.

Exhibit List: Exhibit 24- Power of Attorney

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.

POWER OF ATTORNEY

I hereby appoint Richard B. Alsop, Judith A. Witterschein, Michael A. LaMaina, Pia Thompson and Margaret E. Nelson to act individually as my agent and attorney-in-fact for the purpose of completing, executing and filing on my behalf with the Securities and Exchange Commission, the New York Stock Exchange, Inc. or any other exchange or self regulatory body, any Form 3 "Initial Statement of Beneficial Ownership of Securities", Form 4 "Statement of Changes in Beneficial Ownership of Securities", Form 5 "Annual Statement of Beneficial Ownership of Securities", Form 144 "Notice of Proposed Sale of Securities", or any other similar form to report securities ownership that may, in the opinion of any of them be necessary, with respect to any transaction in securities of Merrill Lynch & Co., Inc.

Nothing herein shall relieve me of the responsibility for the accuracy of the information and representations contained in any Form 3, Form 4, Form 5, Form 144 or other similar form completed, executed and filed pursuant to this power of attorney.

This power of attorney shall supersede all similar prior powers of attorney and will remain effective as to the agents and attorneys-in-fact referred to above until I revoke or amend it by written notice to such persons.

/s/ Laurence A. Tosi
Laurence A. Tosi
State of New York
County of New York

Sworn to before me this 28th
day of October, 2004.

/s/ Jennifer M. Mercado
Notary

Jennifer M. Mercado
Notary Public State of New York
Qualified in Richmond County
01ME6043274
Commission Expires June 12, 2006