FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

STATEMENT OF CHANGES IN 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

OMB APPROVAL	
OMB Number:	3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person*
Kim Dow
(Last) (First) (Middle)
C/O MERRILL LYNCH & CO., INC., 4 WORLD FINANCIAL CENTER
(Street)
NEW YORK, NY 10080
(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
MERRILL LYNCH & CO INC [MER]

3. Date of Earliest Transaction (Month/Day/Year)
03/02/2006

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Executive Vice President

6. Individual or Joint/Group Filing (Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/02/2006		M		32,072	A	$ 43.7812	621,861	D	
Common Stock	03/02/2006		F		24,762	D	$ 77.715	597,099	D	
Common Stock	03/02/2006		M		125,788	A	$ 53.745	722,887	D	
Common Stock	03/02/2006		F		105,536	D	$ 77.715	617,351	D	
Common Stock	03/02/2006		M		12,317	A	$ 36.065	629,668	D	
Common Stock	03/02/2006		F		8,872	D	$ 77.715	620,796	D	
Common Stock	03/03/2006		S		2,900	D	$ 77.32	617,896	D	
Common Stock	03/03/2006		S		1,200	D	$ 77.33	616,696	D	
Common Stock	03/03/2006		S		100	D	$ 77.31	616,596	D	
Common Stock	03/03/2006		S		6,007	D	$ 77.51	610,589	D	
Common Stock	03/03/2006		S		2,700	D	$ 77.59	607,889	D	
Common Stock	03/03/2006		S		500	D	$ 77.55	607,389	D	
Common Stock	03/03/2006		S		1,800	D	$ 77.56	605,589	D	
Common Stock	03/03/2006		S		3,800	D	$ 77.53	601,789	D	
Common Stock	03/03/2006		S		1,200	D	$ 77.52	600,589	D	
Common Stock	03/03/2006		S		1,500	D	$ 77.63	599,089	D	
Common Stock	03/03/2006		S		2,700	D	$ 77.62	596,389	D	
Common Stock	03/03/2006		S		1,900	D	$ 77.67	594,489	D	
Common Stock	03/03/2006		S		1,300	D	$ 77.66	593,189	D	
Common Stock	03/03/2006		S		3,400	D	$ 77.70	589,804 [(1)]	D	

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

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option - Right to Acquire (2)	$ 43.7812	03/02/2006		M			32,072	(3)	01/27/2010	Common Stock	32,072	$ 0	0	D	
Stock Option - Right to Acquire (2)	$ 53.745	03/02/2006		M			125,788	(3)	01/28/2012	Common Stock	125,788	$ 0	0	D	
Stock Option - Right to Acquire (2)	$ 36.065	03/02/2006		M			12,317	(4)	01/27/2013	Common Stock	12,317	$ 0	36,953	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kim Dow C/O MERRILL LYNCH & CO., INC. 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080			Executive Vice President	

Signatures

Dow Kim (by Michael A. LaMaina, as agent)		03/06/2006
**Signature of Reporting Person		Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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 also reflects the acquisition of shares of Merrill Lynch & Co., Inc. Common Stock as a result of an allocation and dividend reinvestment in Merrill Lynch plans which are exempt from the reporting requirements under the provisions of Rule 16a-3 and/or Rule 16a-11.

(2) These stock options were granted under the Merrill Lynch & Co., Inc. Long Term Incentive Compensation Plan. Transactions under this Plan are exempt under the provisions of Rule 16b-3.

(3) All options are exercisable.

(4) 12,318 stock options are currently exercisable. 24,635 stock options are exercisable after 1/27/2007.

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

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.