

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): March 13, 2008

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.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events

On March 13, 2008, Merrill Lynch & Co., Inc. issued a press release announcing the repurchase of approximately \$0.6 billion of its Exchange Liquid Yield Option™ Notes due 2032.

Item 9.01. Financial Statements, Pro Forma Financial Information and Exhibits

The press release is filed as Exhibit 99.1 to this report and is incorporated herein by reference.

EXHIBIT

99.1 Press release, dated March 13, 2008, issued by Merrill Lynch & Co., Inc.

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, thereto duly authorized.

MERRILL LYNCH & CO., INC.
(Registrant)

By: /s/ CARA LONDIN
Cara Londin
Assistant Secretary

Date: March 13, 2008

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

MERRILL LYNCH & CO., INC.

EXHIBITS TO CURRENT REPORT ON
FORM 8-K DATED MARCH 13, 2008

Commission File Number 1-7182

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release, dated March 13, 2008, issued by Merrill Lynch & Co., Inc.

News

Merrill Lynch & Co., Inc.

World Headquarters
4 World Financial Center
New York, New York 10080



Release date: March 13, 2008

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MERRILL LYNCH FLOATING RATE CONVERTIBLE SECURITIES REPURCHASE OPTION EXPIRATION

New York, March 13, 2008 – Merrill Lynch & Co., Inc. (**NYSE: MER**) announced today that the final deadline for requiring the Company to repurchase its Exchange Liquid Yield Option™ Notes due 2032 (Zero Coupon—Floating Rate— Senior— CUSIP No. 590188 W46) (the “LYONs”) passed on March 13, 2008.

As of the repurchase deadline, approximately \$0.6 billion of original principal amount of LYONs have been submitted for repurchase. All LYONs that were properly submitted for repurchase have been accepted at a price of \$1,089.05 per LYON. The purchase price for the LYONs will be paid on March 14, 2008. Following this repurchase, \$1.6 billion of original principal amount of LYONs will remain outstanding.

“We evaluated the benefits of our outstanding LYONs as part of our normal financing strategy and decided to amend the terms of these securities in advance of the put date on March 13, 2008,” said Nelson Chai, chief financial officer. “As a result, nearly three quarters of the bonds will remain outstanding and will continue to provide attractive, low-cost financing to Merrill Lynch.”

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To the extent that the stock price is above the “accreted conversion price,” which is calculated in accordance with the terms of the indenture governing the terms of these securities, Merrill Lynch’s fully diluted share count will include any “in the money” shares related to the \$1.6 billion of LYONs which will remain outstanding. As of March 13, 2008, the accreted conversion price for the LYONs is \$66 per common share.

Merrill Lynch is one of the world’s leading wealth management, capital markets and advisory companies, with offices in 40 countries and territories and total client assets of almost \$2 trillion. As an investment bank, it is a leading global trader and underwriter of securities and derivatives across a broad range of asset classes and serves as a strategic advisor to corporations, governments, institutions and individuals worldwide. Merrill Lynch owns approximately half of BlackRock, one of the world’s largest publicly traded investment management companies, with more than \$1 trillion in assets under management. For more information on Merrill Lynch, please visit www.ml.com.

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