

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): May 1, 2002

Merrill Lynch & Co., Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware 1-7182 13-2740599

(State or Other (Commission (I.R.S. Employer
Jurisdiction of File Number) Identification No.)
Incorporation)

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 March 29, 2002 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 March 29, 2002.

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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: May 1, 2002

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EXHIBIT INDEX

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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)

	For the Three Months Ended	
	March 29, 2002	March 30, 2001
<S>	<C>	<C>
Pre-tax earnings	\$ 1,012	\$ 1,351
Add: Fixed charges (excluding capitalized interest and preferred security dividend requirements of subsidiaries)	2,524	5,577
Pre-tax earnings before fixed charges	3,536	6,928
Fixed charges:		
Interest	2,469	5,512
Other (a)	104	117
Total fixed charges	2,573	5,629
Preferred stock dividends	14	14
Total combined fixed charges and preferred stock dividends	\$ 2,587	\$ 5,643
RATIO OF EARNINGS TO FIXED CHARGES	1.37	1.23
RATIO OF EARNINGS TO COMBINED FIXED CHARGES AND PREFERRED STOCK DIVIDENDS	1.37	1.23

(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)	Mar. 29, 2002

<S>	<C>
ASSETS	
CASH AND CASH EQUIVALENTS.....	\$ 14,036

CASH AND SECURITIES SEGREGATED FOR REGULATORY PURPOSES OR DEPOSITED WITH CLEARING ORGANIZATIONS.....	5,702

SECURITIES FINANCING TRANSACTIONS	
Receivables under resale agreements.....	70,764
Receivables under securities borrowed transactions.....	60,053

	130,817

MARKETABLE INVESTMENT SECURITIES.....	72,379

TRADING ASSETS, AT FAIR VALUE	
Contractual agreements.....	27,456
Corporate debt and preferred stock.....	17,863
Equities and convertible debentures.....	11,849
Mortgages, mortgage-backed, and asset-backed.....	13,205
U.S. Government and agencies.....	10,074
Municipals and money markets.....	3,277
Non-U.S. governments and agencies.....	5,701

	89,425

SECURITIES PLEDGED AS COLLATERAL.....	11,489

SECURITIES RECEIVED AS COLLATERAL.....	2,952

OTHER RECEIVABLES	
Customers (net of allowance for doubtful accounts of \$69).....	40,344
Brokers and dealers.....	12,520
Interest and other.....	8,421

	61,285

INVESTMENTS OF INSURANCE SUBSIDIARIES.....	3,953
LOANS, NOTES, AND MORTGAGES (net of allowance for loan losses of \$479).....	21,603
OTHER INVESTMENTS.....	6,107
EQUIPMENT AND FACILITIES (net of accumulated depreciation and amortization of \$4,347).....	3,069
GOODWILL (net of accumulated amortization of \$914).....	3,999
OTHER ASSETS.....	2,351

TOTAL ASSETS.....	\$ 429,167
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MERRILL LYNCH & CO., INC. AND SUBSIDIARIES
PRELIMINARY UNAUDITED CONSOLIDATED BALANCE SHEET

(dollars in millions, except per share amount)	Mar. 29, 2002
<S>	<C>
LIABILITIES	
SECURITIES FINANCING TRANSACTIONS	
Payables under repurchase agreements.....	\$ 85,516
Payables under securities loaned transactions.....	10,150

	95,666

COMMERCIAL PAPER AND OTHER SHORT-TERM BORROWINGS.....	4,593

DEPOSITS.....	85,884

TRADING LIABILITIES, AT FAIR VALUE	
Contractual agreements.....	32,138
U.S. Government and agencies.....	18,860
Equities and convertible debentures.....	11,313
Non-U.S. governments and agencies.....	8,466
Corporate debt, municipals, and preferred stock.....	5,123

	75,900

OBLIGATION TO RETURN SECURITIES RECEIVED AS COLLATERAL.....	2,952

OTHER PAYABLES	
Customers.....	29,693
Brokers and dealers.....	11,096
Interest and other.....	18,867

	59,656

LIABILITIES OF INSURANCE SUBSIDIARIES.....	3,691

LONG-TERM BORROWINGS.....	77,267

TOTAL LIABILITIES.....	405,609

PREFERRED SECURITIES ISSUED BY SUBSIDIARIES.....	2,652

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: 971,745,911 shares.....	1,295
Paid-in capital.....	5,184
Accumulated other comprehensive loss (net of tax).....	(401)
Retained earnings.....	16,649

	22,789
Less: Treasury stock, at cost: 115,699,188 shares.....	986
Unamortized employee stock grants.....	1,322

TOTAL COMMON STOCKHOLDERS' EQUITY.....	20,481

TOTAL STOCKHOLDERS' EQUITY.....	20,906

TOTAL LIABILITIES, PREFERRED SECURITIES ISSUED BY SUBSIDIARIES, AND STOCKHOLDERS' EQUITY.....	\$ 429,167
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