

# FORM 4

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

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

## 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

(Print or Type Responses)

1. Name and Address of Reporting Person * Tosi Laurence A			2. Issuer Name and Ticker or Trading Symbol MERRILL LYNCH & CO INC [MER]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ VP and Finance Director		
(Last) (First) (Middle) C/O MERRILL LYNCH & CO., INC., 4 WORLD FINANCIAL CENTER			3. Date of Earliest Transaction (Month/Day/Year) 10/30/2006					
(Street) NEW YORK, NY 10080			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

### 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	10/30/2006		M		11,088	A	\$ 77.5625	98,369	D	
Common Stock	10/30/2006		M		20,718	A	\$ 53.745	119,087	D	
Common Stock	10/30/2006		F		27,035	D	\$ 87.07	92,052	D	
Common Stock	10/31/2006		S		1,000	D	\$ 87.91	91,052	D	
Common Stock	10/31/2006		S		1,229	D	\$ 87.86	89,823	D	
Common Stock	10/31/2006		S		242	D	\$ 87.85	89,581	D	
Common Stock	10/31/2006		S		1,500	D	\$ 87.84	88,081	D	
Common Stock	10/31/2006		S		500	D	\$ 87.82	87,581	D	
Common Stock	10/31/2006		S		300	D	\$ 87.80	87,281 (1)	D	

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

**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.** SEC 1474 (9-02)

### 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)	\$ 77.5625	10/30/2006		M		11,088		(3)	01/23/2011	Common Stock	11,088	\$ 0	0	D	
Stock Option - Right to Acquire (2)	\$ 53.745	10/30/2006		M		20,718		(3)	01/28/2012	Common Stock	20,718	\$ 0	0	D	

## Reporting Owners

Relationships

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Tosi Laurence A C/O MERRILL LYNCH & CO., INC. 4 WORLD FINANCIAL CENTER NEW YORK, NY 10080			VP and Finance Director	

## Signatures

Laurence A. Tosi (by Pia K. Thompson, as agent)		11/01/2006
<small>Signature of Reporting Person</small>		<small>Date</small>

## 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 in a Merrill Lynch plan and dividend reinvestments through various 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 (the "Plan"). Transactions under the plan are exempt under the provisions of Rule 16b-3.
- (3) All stock options are exercisable.

### 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.

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