

# SECURITIES AND EXCHANGE COMMISSION

## FORM N-30D

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#### MERRILL LYNCH LATIN AMERICA FUND INC

CIK: **877151** | State of Incorporation: **MD** | Fiscal Year End: **1231**  
Type: **N-30D** | Act: **40** | File No.: **811-06349** | Film No.: **94502841**

Business Address  
*P O BOX 9011  
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MERRILL LYNCH LATIN AMERICA FUND, INC.

FUND LOGO

Annual Report November 30, 1993

This report is not authorized for use as an offer of sale or a solicitation of an offer to buy shares of the Fund unless accompanied or preceded by the Fund's current prospectus. Past performance results shown in this report should not be considered a representation of future performance. Investment return and principal value of shares will fluctuate so that shares, when redeemed, may be worth more or less than their original cost.

Merrill Lynch  
Latin America Fund, Inc.  
Box 9011  
Princeton, NJ  
08543-9011

MERRILL LYNCH LATIN AMERICA FUND, INC.

Asset Allocation  
As a Percentage  
Of Equities &  
Fixed-Income  
Securities as of  
November 30, 1993

GRAPHIC MATERIAL APPEARS HERE. SEE APPENDIX: ITEM 1.

DEAR SHAREHOLDER

The Fiscal Year in Review

During the past 12 months, the main changes in the Fund's structure have been the reduction of fixed-income investments from 9.0% of net assets to 1.0%; increases in Argentinean equities from 7.9% to 11.7%; substantial increases in Brazilian equities from 9.6% to 14.3%; and the introduction of stock investments in Colombia and Peru. These changes have benefited the Fund's performance during the 12-month period ended November 30, 1993.

Throughout the past year, Mexico has been our single most important country investment, with more than 50% on average of the Fund's assets invested in Mexican stocks. The basis for this overweighting was our expectation that the North American Free Trade Agreement (NAFTA) would be passed and, in the event that it were not, that the Mexican market's long-term prospects would still have been attractive. During most of the year, the Fund's performance was restrained by the uncertainties of NAFTA's approval process, but now has been strengthened by its ratification.

During the November quarter, we increased the Fund's position in Mexico through the purchase of companies such as Grupo Tribasa S.A. de C.V., one of Mexico's dominant construction companies; Farmacias Benavides, S.A. de C.V., a distributor of pharmaceuticals and personal care products; and Grupo Simec, S.A. de C.V., a steel mini-mill operator. We also added to our existing positions in Grupo Situr, S.A. de C.V., a hotel property and resort developer, and Cifra, S.A. de C.V., the leading Mexican retailer.

Investment Overview

For the Latin American countries in which we invest, 1993 has been a quiet year. There have been no government announcements of sweeping economic programs, no price control experiments to curb inflation, and no political coups or coup attempts. Moreover, the performance of the region's stock markets has been relatively subdued, compared to the turbulent market swings of recent years. In fact, of the major stock markets in the region, only Brazil has returned more than 30% so far this year.

However, despite the somewhat subdued performance thus far, 1993 may be a pivotal year for Latin American equity markets, marking the beginning of a more sustained rally in the coming years. The reason for this optimism is our belief that the lack of dramatic events and governmental intervention in 1993 provides evidence that the free market reforms that have been put into place over

the last several years are likely to be lasting. These reforms include the lowering of trade barriers, fiscal policies to reduce debt and inflation, the privatization of state-owned enterprises, and capital market reforms. In terms of trade, negotiations are ongoing throughout the region, which is serving to improve the climate for business activity between countries. For example, trade is flourishing between Venezuela and Colombia, two members of the Andean Pact. In addition, NAFTA has already fostered a surge in trade and investment between the United States and Mexico.

The Latin American countries which have implemented serious fiscal reforms over the past several years are winning the battle against inflation. In fact, Argentina and Mexico are experiencing single-digit inflation rates for the first time in 20 years. Reducing inflation is critically important for developing countries because boosting purchasing power has a direct impact on the broad population, not just on the lives of certain groups. Consequently, it can serve as a powerful legitimizing force for ensuring the continuance of reforms.

The pension reforms and privatizations of state-owned enterprises that have been implemented in several countries are also having a positive effect. By broadening the investor base locally, and through the issuance of American Depositary Receipts overseas, these free market measures have helped attract new capital and advance stock market development. Just this year, Peru and Argentina have privatized their pension systems, which will provide an important source of new funds for their respective stock markets.

In most of the countries in which we invest, there is a new political mind-set that embraces free market reforms. For example, in the recent Congressional elections in Argentina, the Peronist Party's victory confirmed support for President Menem's economic programs. In Peru, President Fujimori, who last year dismissed Congress in order to push through his economic reform scheme, is ranking high in the popularity polls.

All of these developments set the stage for more sustainable positive stock market performance in the coming years. We believe that valuations will expand in most of the Latin American markets, and we expect to be fully invested. We will emphasize markets expected to benefit from the US economic recovery, such as Mexico, and those such as Brazil and Venezuela where stock valuations have been overly suppressed by negative sentiment regarding politics.

#### In Conclusion

Despite our favorable outlook, we expect some volatility to continue, given that these markets are smaller, less liquid and less efficient than the more mature markets of western Europe and Asia. As long-term investors, we need to recognize that this volatility may be simply part of a longer-term upward trend, providing us with opportunities in which we may seek to take advantage of the values that emerge during the turbulence.

We appreciate your ongoing interest in Merrill Lynch Latin America Fund, Inc., and we look forward to assisting you with your financial needs and objectives in the months and years ahead.

Sincerely,

(Arthur Zeikel)  
Arthur Zeikel  
President

(Grace Pineda)  
Grace Pineda  
Vice President and Portfolio Manager

January 5, 1994

Officers and Directors

Arthur Zeikel, President and Director  
Donald Cecil, Director  
Edward H. Meyer, Director  
Charles C. Reilly, Director  
Richard R. West, Director  
Terry K. Glenn, Executive Vice President  
Norman R. Harvey, Senior Vice President  
Donald C. Burke, Vice President  
Grace Pineda, Vice President

Gerald M. Richard, Treasurer  
 Mark B. Goldfus, Secretary

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PERFORMANCE DATA

None of the past results shown should be considered a representation of future performance. Investment return and principal value of Class A and Class B Shares will fluctuate so that shares, when redeemed, may be worth more or less than their original cost.

Total Return  
 Based on a  
 \$10,000  
 Investment

GRAPHIC MATERIAL APPEARS HERE. SEE APPENDIX: ITEM 2.

Average Annual  
 Total Return

	% Return Without Sales Charge	% Return With Sales Charge**
Class A Shares*		
Year Ended 9/30/93	+36.19%	+28.19%
Inception (9/27/91) through 9/30/93	+14.88	+12.56

[FN]

\*Maximum sales charge is 4%. Maximum redemption fee is 2% and is reduced to 0% after one year.

\*\*Assuming maximum sales charge.

	% Return Without CDSC	% Return With CDSC**
Class B Shares*		
Year Ended 9/30/93	+35.11%	+28.46%
Inception (9/27/91) through 9/30/93	+13.97	+12.65

[FN]

\*Maximum contingent deferred sales charge is 4% and is reduced to 0% after 4 years. Maximum redemption fee is 2% and is reduced to 0% after one year.

\*\*Assuming payment of applicable contingent deferred sales charge.

<TABLE>

Performance Summary--Class A Shares

<CAPTION>

Period Covered	Net Asset Value		Capital Gains	Dividends Paid*	% Change**
	Beginning	Ending	Distributed		
<C>	<C>	<C>	<C>	<C>	<C>
9/27/91-12/31/91	\$10.00	\$10.31	--	\$0.125	+ 4.40%
1992	10.31	10.19	--	0.326	+ 2.15
1/1/93-11/30/93	10.19	14.45	--	--	+41.81
				-----	
				Total	\$0.451

Cumulative total return as of 11/30/93: +51.23%\*\*

<FN>

\*Figures may include short-term capital gains distributions.

\*\*Figures assume reinvestment of all dividends and capital gains distributions at net asset value on the ex-dividend date, and do not include sales charge; results would be lower if sales charge was included.

</TABLE>

<TABLE>

Performance Summary--Class B Shares

<CAPTION>

Period Covered	Net Asset Value		Capital Gains	Dividends Paid*	% Change**
	Beginning	Ending	Distributed		
<C>	<C>	<C>	<C>	<C>	<C>
9/27/91-12/31/91	\$10.00	\$10.32	--	\$0.098	+ 4.22%
1992	10.32	10.22	--	0.227	+ 1.34
1/1/93-11/30/93	10.22	14.39	--	--	+40.80

-----  
Total \$0.325

Cumulative total return as of 11/30/93: +48.71%\*\*

<FN>  
\*Figures may include short-term capital gains distributions.  
\*\*Figures assume reinvestment of all dividends and capital gains distributions at net asset value on the ex-dividend date, and do not reflect deduction of any sales charge; results would be lower if sales charge was deducted.  
</TABLE>

<TABLE>  
Recent Performance Results\*  
<CAPTION>

	11/30/93	8/31/93	11/30/92	12 Month % Change	3 Month % Change
<S>	<C>	<C>	<C>	<C>	<C>
Class A Shares	\$14.45	\$12.37	\$9.90	+45.96%	+16.81%
Class B Shares	14.39	12.34	9.83	+46.39	+16.61
Class A Shares--Total Return				+50.86(1)	+16.81
Class B Shares--Total Return				+49.80(2)	+16.61

<FN>  
\*Investment results shown for the 3-month and 12-month periods are before the deduction of any sales charges or redemption fees.  
(1) Percent change includes reinvestment of \$0.326 per share ordinary income dividends.  
(2) Percent change includes reinvestment of \$0.227 per share ordinary income dividends.  
</TABLE>

<TABLE>  
CONSOLIDATED SCHEDULE OF INVESTMENTS  
<CAPTION>

						(in US dollars)	
Industries	Shares Held/ Face Amount	Long-Term Investments	Cost	Value (Note 1a)	Percent of Net Assets		
<S>	<C>	<S>	<C>	<C>	<C>		
COUNTRY							
Argentina							
Banking	51,750	Banco de Galicia y Buenos Aires S.A. (Preferred)	\$ 1,049,513	\$ 1,630,125	0.4%		
	521,826	Banco de Galicia y Buenos Aires S.A. (ADR) (2)	3,250,066	4,157,249	1.1		
	658,181	Banco Frances del Rio de la Plata S.A.	3,854,286	6,496,720	1.7		
			-----	-----	-----		
			8,153,865	12,284,094	3.2		
Beverage	1,746	Buenos Aires Embotelladora S.A. (BAESA)	1,759,894	3,044,433	0.8		
	55,000	Buenos Aires Embotelladora S.A. (BAESA) (ADR) (2)	1,041,250	1,925,000	0.5		
			-----	-----	-----		
			2,801,144	4,969,433	1.3		
Food	11,593	++Quilmes Industrial S.A.	2,433,587	4,057,550	1.1		
Oil & Related	1,501,341	Astra Compania Argentina de Petroleo S.A.	3,634,208	3,009,000	0.8		
	66,700	Compania Naviera Perez Companc S.A.C.F.I.M.F.A.	341,587	377,649	0.1		
	10,000	Yacimientos Petroliferos Fiscales S.A.-- Sponsored (ADR) (2)	211,850	247,500	0.1		
			-----	-----	-----		
			4,187,645	3,634,149	1.0		
Real Estate	1,193,565	Inversiones y Representaciones S.A. (IRSA)	3,102,196	3,289,211	0.9		
Tobacco	49,980	Massalin Particulares S.A.	508,374	626,065	0.2		
Utilities	400,000	Telecom Argentina Stet--France Telecom S.A.	1,968,257	1,883,956	0.5		
	145,580	++Telecom Argentina Stet--France Telecom S.A. (ADR) (2)	5,967,281	6,805,865	1.8		
	525,000	Telefonica de Argentina S.A.	3,009,246	2,862,010	0.7		
	70,276	++Telefonica de Argentina S.A. (ADR) (2)	2,132,935	3,794,904	1.0		
			-----	-----	-----		
			13,077,719	15,346,735	4.0		
		Total Long-Term Investments in Argentina	34,264,530	44,207,237	11.7		
Brazil							
Appliances	10,490,500	Brasmotor Group S.A. (Preferred)	713,244	2,045,019	0.5		
	1,016,000	Consul S.A.	527,444	796,542	0.2		
			-----	-----	-----		
			1,240,688	2,841,561	0.7		
Banking	59,722,189	Banco Bradesco S.A.	794,054	1,543,863	0.4		
	9,760,400	Banco Itau S.A. (Preferred)	1,028,419	1,861,330	0.5		
	73,706,300	Banco Nacional S.A.	2,644,793	4,151,192	1.1		
	5,170,000	Uniao de Bancos Brasileiros S.A. (UNIBANCO)	356,424	339,598	0.1		
			-----	-----	-----		
			4,823,690	7,895,983	2.1		

Beverage	18,467,072	Companhia Cervejaria Brahma S.A. (Preferred)	3,657,137	3,443,451	0.9
	1,880,905	Companhia Cervejaria Brahma S.A. (Warrants) (a)	48,935	26,555	0.0
			-----	-----	-----
			3,706,072	3,470,006	0.9
Building & Construction	547,000	Companhia Cimento Portland Itau S.A. PN	134,354	143,722	0.1
Coal	55,496,800	Companhia Vale do Rio Doce S.A. (CVRD) (Preferred)	3,529,496	4,633,161	1.2
Electrical & Electronics	675,841	Companhia Energetica de Sao Paulo S.A. (CESP)	416,613	973,793	0.3
Food	638,246,001	Sadia Concordia S.A. Industria e Comercio (Preferred)	4,833,210	4,408,785	1.2
Paper	243,234	Aracruz Celulose S.A. (Preferred)	647,358	494,776	0.1
Retail	732,100	Lojas Americanas S.A.	730,568	853,191	0.2
Steel	2,317,000	Acos Industria Villares S.A.	549,535	407,490	0.1
	55,358,100	Companhia Siderurgica Nacional S.A.--CSN	1,013,994	1,219,910	0.3
	8,254,882,013	Usinas Siderurgicas de Minas Gerais--Usiminas S.A. (Preferred)	3,781,337	5,772,152	1.5
			-----	-----	-----
			5,344,866	7,399,552	1.9
Telecommunications	207,918,300	Telecomunicacoes Brasileiras S.A.--Telebras (Preferred)	4,527,250	7,278,066	1.9
	31,300,000	Telecomunicacoes Brasileiras S.A.--Telebras	900,525	875,450	0.2
	13,779,600	Telecomunicacoes de Sao Paulo S.A.--TELESP (Preferred)	2,407,403	4,788,436	1.3
	4,430,936	Telecomunicacoes Parana S.A.--TELEPAR (Preferred)	754,996	1,126,652	0.3
			-----	-----	-----
			8,590,174	14,068,604	3.7
Transportation	165,000	Marcopolo S.A. Carrocerias E Onibus 'B' (Preferred)	25,066	28,319	0.0
Utilities	25,220,700	Centrais Eletricas Brasileiras S.A.--Eletrobras 'B' (Preferred)	3,534,189	3,783,586	1.0
	4,387,500	Centrais Eletricas da Santa Catarina S.A. (CELESC)	764,541	2,063,875	0.5
	858,500,000	Companhia Energetica de Minas Gerais S.A. (CEMIG)	507,838	1,393,421	0.4
			-----	-----	-----
			4,806,568	7,240,882	1.9
		Total Long-Term Investments in Brazil	38,828,723	54,452,335	14.3
Chile					
Apparel	3,470,235	Bata Chile S.A.	979,375	960,963	0.2
Beverage	2,704,625	Vina Concha y Toro S.A.	1,176,792	1,078,234	0.3
Building & Construction	299,173	Empresas Pizarreno S.A.	571,715	544,211	0.2
	285,200	Maderas y Sinteticos S.A. (MASISA) (ADR) (Foreign) (2)	4,497,944	5,668,350	1.5
	128,445	Maderas y Sinteticos S.A. (MASISA) (Ordinary)	57,151	84,322	0.0
			-----	-----	-----
			5,126,810	6,296,883	1.7
Chemicals	16,000	Sociedad Quimica y Minera de Chile S.A. (ADR) (2)	412,960	380,000	0.1
Closed-End Funds	194,984	The Chile Fund, Inc.	5,611,483	6,897,559	1.8
Pharmaceutical	1,892,536	Laboratorio Chile S.A. (LABCHILE)	1,166,264	1,265,004	0.3
Telecommunications	213,118	Empresa Nacional de Telecomunicaciones S.A. (Entel)	1,449,275	1,780,647	0.4
Utilities	15,825	Compania de Telefonos de Chile S.A. (ADR) (2)	873,174	1,329,300	0.4
	144,000	++Distribuidora Chilectra Metropolitana S.A. (Chilectra) (ADR) (2)	3,815,919	4,482,000	1.2
	5,531,748	Empresa Nacional de Electricidad S.A.--ENDESA	2,255,686	2,399,424	0.6
	33,000	Enersis S.A. (ADR) (2)	594,000	647,625	0.2
			-----	-----	-----
			7,538,779	8,858,349	2.4
		Total Long-Term Investments in Chile	23,461,738	27,517,639	7.2
Colombia					
Banking	379,378	Banco de Bogota	1,343,582	1,822,742	0.5
Retail	530,129	Gran Cadena de Almacenes Colombianos (CADENALCO)	994,422	966,566	0.2

Total Long-Term Investments in Colombia 2,338,004 2,789,308 0.7

</TABLE>

<TABLE>  
 CONSOLIDATED SCHEDULE OF INVESTMENTS (continued) (in US dollars)  
 <CAPTION>

Industries <S>	Shares Held/ Face Amount <C>	Long-Term Investments <S>	Cost <C>	Value (Note 1a) <C>	Percent of Net Assets <C>
COUNTRY					
Mexico					
Banking	130,100	++Grupo Financiero Bancomer, S.A. de C.V. (ADR) (2)	\$ 3,758,586	\$ 4,586,025	1.2%
	736,000	Grupo Financiero Probrusa, S.A. de C.V.	806,262	795,227	0.2
	403,500	++Servicios Financieros Quadrum, S.A. de C.V. (ADR) (2)	5,138,911	9,835,313	2.6
			-----	-----	-----
			9,703,759	15,216,565	4.0
Beverages & Tobacco	25,600	Coca-Cola Femsa S.A. (ADR) (2)	543,499	729,600	0.2
	449,000	++Fomento Economico Mexicano, S.A. de C.V. (Femsa) (ADR) (2)	2,483,860	2,694,000	0.7
	683,500	Fomento Economico Mexicano, S.A. de C.V. (Femsa) (Ordinary)	2,530,446	4,133,406	1.1
	192,000	++Grupo Embotellador de Mexico, S.A. de C.V. (GGEMEX)	3,331,200	5,808,000	1.5
			-----	-----	-----
			8,889,005	13,365,006	3.5
Building & Construction	952,000	Apasco, S.A. de C.V. 'A'	3,981,144	8,044,638	2.1
	67,500	Bufete Industrial, S.A. (ADR) (2)	1,552,500	1,873,125	0.5
	275,000	Cementos Mexicanos, S.A. de C.V. Nom 'B' (Cemex)	4,746,384	7,166,586	1.9
	349,000	Grupo Tribasa, S.A. de C.V. (ADR) (2)	5,462,336	8,550,500	2.3
	126,795	Internacional de Ceramica, S.A. de C.V. 'B'	433,309	797,453	0.2
	251,000	Internacional de Ceramica, S.A. de C.V. 'C'	1,040,715	1,619,094	0.4
	703,500	Tolmex, S.A. de C.V. 'B'	4,293,222	8,349,879	2.2
			-----	-----	-----
			21,509,610	36,401,275	9.6
Chemicals	734,800	Grupo Cydsa, S.A. de C.V.	2,492,625	2,512,137	0.7
Diversified	1,576,000	Grupo Carso, S.A. de C.V.	10,273,427	13,927,560	3.7
Food	1,523,846	Grupo Herdez, S.A. de C.V. 'A'	1,251,352	1,366,325	0.3
	1,382,461	Grupo Herdez, S.A. de C.V. 'B'	1,369,376	1,395,615	0.4
	3,069,189	Grupo Industrial Maseca, S.A. de C.V. 'B2'	2,231,532	4,078,393	1.1
			-----	-----	-----
			4,852,260	6,840,333	1.8
Glass Manufacturing	65,200	Vitro, S.A. (ADR) (2)	1,250,211	1,198,050	0.3
Health & Personal Care	134,500	Controladora de Farmacias, S.A. de C.V. (COFAR)	199,608	243,796	0.1
	733,750	Kimberly-Clark de Mexico, S.A. de C.V. 'A'	6,854,135	11,951,097	3.1
	650,500	Nacional de Dragos, S.A. de C.V. (Nadro) 'L'	1,914,494	3,147,073	0.8
			-----	-----	-----
			8,968,237	15,341,966	4.0
Leisure	356,500	++Grupo Posadas, S.A. de C.V. (GDS) (3)	5,231,508	5,704,000	1.5
	522,040	++Grupo Situr, S.A. de C.V. (ADR) (2)	6,889,491	10,440,800	2.8
			-----	-----	-----
			12,120,999	16,144,800	4.3
Merchandising	656,000	Farmacias Benavides, S.A. de C.V.	2,926,674	3,215,998	0.8
Retail	4,650,000	Cifra, S.A. de C.V. 'C'	9,166,230	12,897,920	3.3
	1,390,000	Controladora Comercial Mexicana, S.A. de C.V. (COMERCI)	1,983,402	2,842,316	0.7
	2,130,000	El Puerto de Liverpool, S.A. de C.V. (Non-Voting) (Series C1)	2,564,569	3,778,423	1.0
	7,020,000	Grupo Gigante, S.A. de C.V.	5,412,800	5,139,623	1.4
	115,000	Sears Roebuck de Mexico, S.A. de C.V. 'B'	847,388	1,713,595	0.5
			-----	-----	-----
			19,974,389	26,371,877	6.9
Steel	367,000	Grupo Industrial Alfa, S.A. de C.V.	3,411,561	2,367,360	0.6
	120,000	Grupo Simec, S.A. de C.V. (ADR) (2)	1,763,700	2,595,000	0.7
	1,830,000	Grupo Simec, S.A. de C.V. (Ordinary)	1,645,949	2,030,382	0.5
	290,000	Tubos de Acero de Mexico, S.A. de C.V. (Tamsa)	2,825,918	1,459,119	0.4
	65,000	Tubos de Acero de Mexico, S.A. de C.V. (Tamsa) (ADR) (2)	361,385	316,875	0.1
			-----	-----	-----
			10,008,513	8,768,736	2.3
Telecommunications	100,000	Alcatel Indetel, S.A. de C.V. 'B'	1,071,575	709,563	0.2

Transportation	232,000	Transportacion Maritima Mexicana, S.A. de C.V. 'L' (TMM)	2,281,781	2,570,295	0.7
Utilities	241,500	Empresas ICA Sociedad Controladora, S.A. de C.V. (ADR) (2)	4,632,397	5,856,375	1.6
	350,400	Telefonos de Mexico, S.A. de C.V. (Telmex) (ADR) (2)	18,289,088	19,534,800	5.1
			-----	-----	-----
			22,921,485	25,391,175	6.7
		Total Long-Term Investments in Mexico	139,244,550	187,975,336	49.5
Panama Banking	80,000	Banco Latinoamericano de Exportaciones S.A. ("BLADEX") 'E'	1,992,245	3,240,000	0.8
Beverages & Tobacco	40,600	PanAmerican Beverages Inc.	1,172,475	1,476,825	0.4
		Total Long-Term Investments in Panama	3,164,720	4,716,825	1.2
Peru Banking	1,483,812	Banco de Credito de Peru S.A.	2,033,580	2,625,914	0.7
	176,993	Banco Wiese Limitado	939,004	1,374,940	0.4
			-----	-----	-----
			2,972,584	4,000,854	1.1
Beverages	994,226	Compania Nacional de Cerveza S.A.	1,305,585	781,488	0.2
Building & Construction	442,517	Cementos Lima S.A.	834,883	935,683	0.2
Mining	169,225	Southern Peru Copper Corp. S.A.	536,856	373,376	0.1
		Total Long-Term Investments in Peru	5,649,908	6,091,401	1.6
Venezuela Building & Construction	463,548	Corporacion Ceramica Carabobo 'B'	1,552,286	1,077,184	0.3
	527,096	Corporacion Ceramica Carabobo C.A.	2,093,848	1,275,891	0.3
			-----	-----	-----
			3,646,134	2,353,075	0.6
Cement	200,000	Venezolana de Cementos S.A.C.A. (Vencemos)	293,183	336,948	0.1
Food & Household Products	7,539,674	Mavesa S.A.	2,587,936	3,358,104	0.9
	50,000	++Mavesa S.A. (ADR) (2)	381,250	437,500	0.1
			-----	-----	-----
			2,969,186	3,795,604	1.0
Foreign Government Obligations	US\$ 5,750,000	Republic of Venezuela, Floating Rate Notes, 4.312% due 12/18/2007(1)	4,300,625	3,852,500	1.0
Multi-Industry	1,837,882	Venasetta S.A.	711,151	427,083	0.1
	918,941	Venasetta S.A. 'B' Shares	178,228	177,952	0.1
			-----	-----	-----
			889,379	605,035	0.2

</TABLE>

<TABLE>  
CONSOLIDATED SCHEDULE OF INVESTMENTS (concluded) (in US dollars)  
<CAPTION>

Industries <S>	Shares Held/ Face Amount <C>	Long-Term Investments <S>	Cost <C>	Value (Note 1a) <C>	Percent of Net Assets <C>
COUNTRY					
Venezuela (concluded)					
Steel	216,000	++Siderurgica Venezolana SIVENSA, S.A.I.C.A. -S.A.C.A. (ADR) (2)	\$ 1,231,384	\$ 270,000	0.1%
	168,500	++Venezolana de Prerreducidos Caroni 'Venprecar' C.A. (GDS) (3)	1,230,050	926,750	0.2
			-----	-----	-----
			2,461,434	1,196,750	0.3
Utilities	1,316,450	C.A. La Electricidad de Caracas S.A.I.C.A. -S.A.C.A.	5,131,583	4,544,098	1.2
		Total Long-Term Investments in Venezuela	19,691,524	16,684,010	4.4
		Total Long-Term Investments in Latin America	266,643,697	344,434,091	90.6



<CAPTION>					
<S>	<C>	Short-Term Investments <S>	<C>	<C>	<C>
United States					
Commercial Paper*	US\$ 7,000,000	Allergan, Inc., 3.09% due 12/29/1993	6,983,177	6,983,177	1.8
	7,000,000	B.A.T. Capital Corp., 3.10% due 12/07/1993	6,996,383	6,996,383	1.8
	9,883,000	General Electric Capital Corp., 3.25% due 9/01/1993	9,883,000	9,883,000	2.6
	6,000,000	Preferred Receivables Funding Corp., 3.11% due 12/15/1993	5,992,743	5,992,743	1.6
		Total Short-Term Investments in the United States	29,855,303	29,855,303	7.8
Total Investments			\$296,499,000	374,289,394	98.4
Other Assets Less Liabilities			=====	6,096,248	1.6
Net Assets				\$380,385,642	100.0%
				=====	=====

<FN>

(1) The interest rate is subject to change periodically based on the change in the LIBOR (London Interbank Offered Rate). The interest rate shown is the rate in effect as of November 30, 1993.

(2) American Depositary Receipt (ADR).

(3) Global Depositary Shares (GDS).

\* Commercial Paper is traded on a discount basis; the interest rate shown is the discount rate paid at the time of purchase by the Fund.

(a) Warrants entitle the Fund to purchase a predetermined number of shares of Common Stock. The purchase price and number of shares are subject to adjustment under certain conditions until the expiration date.

++ Restricted securities as to resale. The value of the Fund's investment in restricted securities was approximately \$59,843,000, representing 15.7% of net assets.

<CAPTION>			
Issue <S>	Acquisition Date <C>	Cost <C>	Value (Note 1a) <C>
Distribuidora Chilectra Metropolitana S.A. (Chilectra) (ADR)	2/12/1992	\$ 3,815,919	\$ 4,482,000
Fomento Economico Mexicano, S.A. de C.V. (Femsa) (ADR)	6/21/1993	2,483,860	2,694,000
Grupo Embotellador de Mexico, S.A. de C.V. (GGEMEX)	12/11/1992	3,331,200	5,808,000
Grupo Financiero Bancomer, S.A. de C.V. (ADR)	3/16/1992	3,758,586	4,586,025
Grupo Posadas, S.A. de C.V. (GDS)	3/23/1992	5,231,508	5,704,000
Grupo Situr, S.A. de C.V. (ADR)	12/03/1991	6,889,491	10,440,800
Mavesa S.A. (ADR)	10/13/1993	381,250	437,500
Quilmes Industrial S.A.	6/11/1992	2,433,587	4,057,550
Servicios Financieros Quadrum, S.A. de C.V. (ADR)	7/28/1993	5,138,911	9,835,313
Siderurgica Venezolana SIVENSA, S.A.I.C.A.-S.A.C.A. (ADR)	10/8/1991	1,231,384	270,000
Telecom Argentina Stet--France Telecom S.A. (ADR)	3/23/1992	5,967,281	6,805,865
Telefonica de Argentina S.A. (ADR)	1/29/1992	2,132,935	3,794,904
Venezolana de Prerreducidos Caroni 'Venprecar' C.A. (GDS)	2/13/1992	1,230,050	926,750
Total		\$44,025,962	\$59,842,707
		=====	=====

See Notes to Financial Statements.  
</TABLE>

<TABLE>  
CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

<CAPTION>			
<S>	As of November 30, 1993 <S>	<C>	<C>
Assets:	Investments, at value (identified cost--\$296,499,000) (Note 1a)		\$374,289,394
	Foreign cash		1,390,824
	Receivables:		
	Capital shares sold	\$ 8,274,098	
	Interest	112,467	
	Dividends	108,353	8,494,918
		-----	
	Deferred organization expenses (Note 1g)		65,924
	Prepaid registration fees and other assets (Note 1g)		39,603
			-----
	Total assets		384,280,663
			-----
Liabilities:	Payables:		
	Capital shares redeemed	1,617,264	
	Securities purchased	1,484,403	
	Distributor (Note 2)	254,080	
	Investment adviser (Note 2)	250,585	3,606,332
		-----	
	Accrued expenses and other liabilities		288,689

	Total liabilities	3,895,021
-----		
Net Assets:	Net assets	\$380,385,642
=====		
Net Assets	Class A Common Stock, \$0.10 par value, 100,000,000 shares authorized	\$ 519,689
Consist of:	Class B Common Stock, \$0.10 par value, 100,000,000 shares authorized	2,121,450
	Paid-in capital in excess of par	301,032,004
	Undistributed investment income--net	1,851,058
	Accumulated realized capital losses and foreign currency transactions--net (Note 5)	(2,911,311)
	Unrealized appreciation on investments and foreign currency transactions--net	77,772,752
-----		
	Net assets	\$380,385,642
=====		
Net Asset Value:	Class A--Based on net assets of \$75,084,669 and 5,196,890 shares outstanding	\$ 14.45
	Class B--Based on net assets of \$305,300,973 and 21,214,500 shares outstanding	\$ 14.39
=====		

See Notes to Financial Statements.

</TABLE>

<TABLE>

CONSOLIDATED STATEMENT OF OPERATIONS

<CAPTION>

	For the Year Ended November 30, 1993		
<S>	<S>	<C>	<C>
Investment	Dividends (net of \$605,085 foreign withholding tax)		\$ 5,858,377
Income	Interest and discount earned		1,818,197
(Notes 1e & 1f):	Total income		7,676,574
-----			
Expenses:	Investment advisory fees (Note 2)		2,091,529
	Distribution fees--Class B (Note 2)		1,673,753
	Custodian fees		386,602
	Transfer agent fees--Class B (Note 2)		273,426
	Printing and shareholder reports		137,341
	Accounting services		130,471
	Account maintenance fees--Class A (Note 2)		104,444
	Registration fees (Note 1g)		91,418
	Professional fees		71,411
	Transfer agent fees--Class A (Note 2)		62,999
	Directors' fees and expenses		31,137
	Amortization of organization expenses (Note 1g)		23,267
	Other		14,344
-----			
	Total expenses		5,092,142
-----			
	Investment income--net		2,584,432
-----			
Realized & Unrealized Gain (Loss) on Investments and Foreign Currency Transactions--Net (Notes 1c, 1f & 3):	Realized gain (loss) from:		
	Investments--net	\$ 5,104,774	
	Foreign currency transactions	(1,807,195)	3,297,579
-----			
	Change in unrealized appreciation/depreciation on:		
	Investments--net	88,035,792	
	Foreign currency transactions	(18,861)	88,016,931
-----			
	Net realized and unrealized gain on investments and foreign currency transactions		91,314,510
-----			
	Net Increase in Net Assets Resulting from Operations		\$ 93,898,942
=====			

See Notes to Financial Statements.

</TABLE>

<TABLE>

CONSOLIDATED STATEMENTS OF CHANGES OF NET ASSETS

<CAPTION>

		For the Year Ended November 30,	
	Increase (Decrease) in Net Assets:	1993	1992
<S>	<S>	<C>	<C>
Operations:	Investment income--net	\$ 2,584,432	\$ 1,213,990
	Realized gain (loss) on investments and foreign currency transactions--net	3,297,579	(3,854,316)
	Change in unrealized appreciation/depreciation on investments and foreign currency transactions--net	88,016,931	(8,092,294)

	Net increase (decrease) in net assets resulting from operations	93,898,942	(10,732,620)
Dividends & Distributions to Shareholders (Note 1h):	Investment income--net:		
	Class A	(714,383)	(230,346)
	Class B	(1,699,059)	(634,408)
	Realized gain on investments--net:		
	Class A	(289,614)	(2,877)
	Class B	(1,200,960)	(10,102)
	Net decrease in net assets resulting from dividends and distributions to shareholders	(3,904,016)	(877,733)
Capital Share Transactions (Note 4):	Net increase in net assets derived from capital share transactions	133,361,981	87,553,452
Net Assets:	Total increase in net assets	223,356,907	75,943,099
	Beginning of year	157,028,735	81,085,636
	End of year*	\$380,385,642	\$157,028,735
<FN>	*Undistributed investment income--net	\$ 1,851,058	\$ 1,680,068

See Notes to Financial Statements.  
</TABLE>

<TABLE>  
CONSOLIDATED FINANCIAL HIGHLIGHTS

<CAPTION>

		Class A			Class B		
		For the	For the	For the	For the	For the	For the
		Year Ended	Period	Year Ended	Period	Year Ended	Period
		November 30,	Sept. 27,	November 30,	Sept. 27,	November 30,	Sept. 27,
		1993	1991++	1993	1991	1993	1991
		<C>	<C>	<C>	<C>	<C>	<C>
The following per share data and ratios have been derived from information provided in the financial statements.							
<S>	Increase (Decrease) in Net Asset Value:						
<S>	Net asset value, beginning of period	\$ 9.90	\$ 9.81	\$ 10.00	\$ 9.83	\$ 9.80	\$ 10.00
Per Share Operating Performance:	Investment income--net	.18	.15	.06	.10	.08	.04
	Realized and unrealized gain (loss) on investments and foreign currency transactions--net (1)	4.69	.06	(.25)	4.68	.05	(.24)
	Total from investment operations	4.87	.21	(.19)	4.78	.13	(.20)
	Less dividends and distributions:						
	Investment income--net	(.23)	(.12)	--	(.13)	(.10)	--
	Realized gain on investments--net	(.09)	-----	--	(.09)	-----	--
	Total dividends and distributions	(.32)	(.12)	--	(.22)	(.10)	--
	Net asset value, end of period	\$ 14.45	\$ 9.90	\$ 9.81	\$ 14.39	\$ 9.83	\$ 9.80
Total Investment Return:**	Based on net asset value per share	50.86%	2.19%	(1.90%)+	49.80%	1.30%	(2.00%)+
Ratios to Average Net Assets:	Expenses, excluding account maintenance and distribution fees	1.58%	1.64%	1.72%*	1.59%	1.65%	1.73%*
	Expenses	1.83%	1.89%	1.97%*	2.59%	2.65%	2.73%*
	Investment income--net	1.83%	2.18%	4.05%*	1.09%	1.30%	3.28%*
Supplemental Data:	Net assets, end of period (in thousands)	\$75,085	\$30,685	\$18,074	\$305,301	\$126,344	\$63,012
	Portfolio turnover	24.74%	36.50%	0%	24.74%	36.50%	0%

<FN>

\*Annualized.

\*\*Total investment returns exclude the effects of sales loads.

++Commencement of Operations.

+++Amount less than \$.01 per share.

+++Aggregate total investment return.

(1)Foreign currency transactions amounts have been reclassified to conform to the 1993 presentation.

CONSOLIDATED NOTES TO FINANCIAL STATEMENTS

1. Significant Accounting Policies:

Merrill Lynch Latin America Fund, Inc. (the "Fund") is registered under the Investment Company Act of 1940 as a non-diversified, open-end management investment company. The shares of the Fund are divided into Class A Shares and Class B Shares. Class A Shares are sold with a front-end sales charge. Class B Shares may be subject to a contingent deferred sales charge. Both classes of shares have identical voting, dividend, liquidation and other rights and the same terms and conditions, except that Class A Shares bear the expenses of the ongoing account maintenance fee and except that Class B Shares bear certain expenses related to the distribution of such shares and have exclusive voting rights with respect to matters relating to such distribution expenditures. The following is a summary of significant accounting policies followed by the Fund.

(a) Valuation of investments--Portfolio securities which are traded on stock exchanges are valued at their last sale price on the principal market on which such securities are traded as of the close of business on the day the securities are being valued or, lacking any sales, at the last available bid price. Securities traded in the over-the-counter market are valued at the last available bid prices obtained from one or more dealers in the over-the-counter market prior to the time of valuation. Portfolio securities which are traded both in the over-the-counter market and on a stock exchange are valued according to the broadest and most representative market. Short-term securities with a remaining maturity of sixty days or less are valued at amortized cost, which approximates market value. Options written by the Fund are valued at the last asked price in the case of exchange-traded options or, in the case of options traded in the over-the-counter market, the average of the last asked price as obtained from one or more dealers. Options purchased by the Fund are valued at the last bid price in the case of exchange-traded options or, in the case of options traded in the over-the-counter market, the average of the last bid price as obtained from two or more dealers unless there is only one dealer, in which case that dealer's price is used. Other investments, including futures contracts and related options, are stated at market value. Securities and assets for which market quotations are not readily available are valued at fair value as determined in good faith by or under the direction of the Board of Directors of the Fund.

(b) Repurchase agreements--The Fund invests in US Government securities pursuant to repurchase agreements with a member bank of the Federal Reserve System or a primary dealer in US Government securities. Under such agreements, the bank or primary dealer agrees to repurchase the security at a mutually agreed upon time and price. The Fund takes possession of the underlying securities, marks to market such securities and, if necessary, receives additions to such securities daily to ensure that the contract is fully collateralized.

(c) Foreign currency transactions--Transactions denominated in foreign currencies are recorded in the exchange rate prevailing when recognized. Assets and liabilities denominated in foreign currencies are valued at the exchange rate at the end of the period. Foreign currency transactions are the result of settling (realized) or valuing (unrealized) such transactions expressed in foreign currencies into US dollars. Realized and unrealized gains or losses from investments include the effects of foreign exchange rates on investments.

The Fund is authorized to enter into forward foreign exchange contracts as a hedge against either specific transactions or portfolio positions. Such contracts are not entered on the Fund's records. However, the effect on net assets is recorded from the date the Fund enters into such contracts. Premium or discount is amortized over the life of the contracts.

(d) Options--When the Fund sells an option, an amount equal to the premium received by the Fund is reflected as an asset and an equivalent liability. The amount of the liability is subsequently marked to market to reflect the current value of the option written.

When a security is purchased or sold through an exercise of an option, the related premium paid (or received) is added to (or deducted from) the basis of the security acquired or deducted from (or added to) the proceeds of the security sold. When an

option expires (or the Fund enters into a closing transaction), the Fund realizes a gain or loss on the option to the extent of the premiums received or paid (or gain or loss to the extent the cost of the closing transaction is less than or exceeds the premiums paid or received).

Written and purchased options are non-income producing investments.

(e) Income taxes--It is the Fund's policy to comply with the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute substantially all of its taxable income to its shareholders. Therefore, no Federal income tax provision is required. Under the applicable foreign tax law, a withholding tax may be imposed on interest, dividends, and capital gains at various rates.

(f) Security transactions and investment income--Security transactions are recorded on the dates the transactions are entered into (the trade dates). Dividend income is recorded on the ex-dividend date except that if the ex-dividend date has passed, certain dividends from foreign securities are recorded as soon as the Fund is informed of the ex-dividend date. Interest income including amortization of discount is recognized on the accrual basis. Realized gains and losses on security transactions are determined on the identified cost basis.

(g) Deferred organization expenses and prepaid registration fees--Deferred organization expenses are charged to expense on a straight-line basis over a five-year period. Prepaid registration fees are charged to expense as the related shares are issued.

(h) Dividends and distributions--Dividends and distributions paid by the Fund are recorded on the ex-dividend dates.

(i) Basis of consolidation--The accompanying consolidated financial statements include the accounts of ML Latin America Fund Chile Ltd., a wholly-owned subsidiary, which primarily invests in Chilean securities. Intercompany accounts and transactions have been eliminated.

(j) Reclassifications--Certain 1992 amounts have been reclassified to conform to the 1993 presentation.

## 2. Investment Advisory Agreement and Transactions with Affiliates:

The Fund has entered into an Investment Advisory Agreement with Merrill Lynch Asset Management ("MLAM"). MLAM is the name under which Merrill Lynch Investment Management, Inc. ("MLIM") does business. MLIM is an indirect wholly-owned subsidiary of Merrill Lynch & Co., Inc. The Fund has also entered into a Distribution Agreement and Distribution Plans with Merrill Lynch Funds Distributor, Inc. ("MLFD" or "Distributor"), a wholly-owned subsidiary of MLIM.

MLAM is responsible for the management of the Fund's portfolio and provides the necessary personnel, facilities, equipment and certain other services necessary to the operations of the Fund. For such services, the Fund pays a monthly fee of 1.0%, on an annual basis, of the average daily value of the Fund's net assets. Certain of the states in which the shares of the Fund are qualified for sale impose limitations on the expenses of the Fund. The most restrictive annual expense limitation requires that the Investment Adviser reimburse the Fund to the extent the Fund's expenses (excluding interest, taxes, distribution fees, brokerage fees and commissions, and extraordinary items) exceed 2.5% of the Fund's first \$30 million of average daily net assets, 2.0% of the next \$70 million of average daily net assets and 1.5% of the average daily net assets in excess thereof. No fee payment will be made to MLAM during any fiscal year which will cause such expenses to exceed the expense limitations at the time of such payment.

Effective January 1, 1994, the investment advisory business of MLAM reorganized from a corporation to a limited partnership. The general partner of MLAM is Princeton Services, Inc., an indirect wholly-owned subsidiary of Merrill Lynch & Co.

The Fund has adopted separate Plans of Distribution (the "Distribution Plans") for Class A and Class B Shares pursuant to Rule 12b-1 under the Investment Company Act of 1940 pursuant to which MLFD receives from the Fund at the end of each month (a) an account maintenance fee, at an annual rate of 0.25% of the average daily net assets of the Fund's Class A Shares in order to compensate the Distributor in connection with account maintenance

activities, and (b) a distribution fee at an annual rate of 1.0% of the average daily net assets of the Fund's Class B Shares in order to compensate the Distributor for the services it provides and the expenses borne by the Distributor under the Distribution Agreement. As authorized by the Distribution Plans, the Distributor has entered into an agreement with Merrill Lynch, Pierce, Fenner & Smith Inc. ("MLPF&S"), which provides for the compensation of MLPF&S in connection with account maintenance activities for Class A Shares and for providing distribution-related services to the Fund for Class B Shares. For the year ended November 30, 1993, MLFD earned \$104,444 and \$1,673,753 for Class A and Class B Shares, respectively, under the Distribution Plans, all of which was paid to MLPF&S pursuant to the agreement.

For the year ended November 30, 1993, MLFD earned underwriting discounts of \$52,202, and MLPF&S earned dealer concessions of \$640,928 on sales of the Fund's Class A Shares.

For the year ended November 30, 1993, MLPF&S received contingent deferred sales charges of \$641,317 relating to transactions in Class B Shares and \$23,983 in commissions on the execution of portfolio security transactions for the Fund during the year.

Financial Data Services, Inc. ("FDS"), a wholly-owned subsidiary of Merrill Lynch & Co., Inc., is the Fund's transfer agent.

Accounting services are provided to the Fund by MLAM at cost.

Certain officers and/or directors of the Fund are officers and/or directors of MLIM, MLPF&S, FDS, MLFD, and/or Merrill Lynch & Co., Inc.

### 3. Investments:

Purchases and sales of investments, excluding short-term securities, for the year ended November 30, 1993 were \$152,808,837 and \$48,508,790, respectively.

Net realized and unrealized gains (losses) as of November 30, 1993 were as follows:

	Realized Gains (Losses)	Unrealized Gains (Losses)
Long-term investments	\$ 5,104,717	\$77,790,394
Short-term investments	57	--
Foreign currency transactions	(1,807,195)	(17,642)
	-----	-----
Total	\$ 3,297,579	\$77,772,752
	=====	=====

As of November 30, 1993, net unrealized appreciation for Federal income tax purposes aggregated \$77,790,394, of which \$87,568,616 related to appreciated securities and \$9,778,222 related to depreciated securities. At November 30, 1993, the aggregate cost of investments for Federal income tax purposes was \$296,499,000.

### 4. Capital Share Transactions:

Net increase in net assets derived from capital share transactions was \$133,361,981 and \$87,553,452 for the years ended November 30, 1993 and November 30, 1992, respectively.

Transactions in capital shares for Class A and Class B Shares were as follows:

Class A Shares for the Year Ended November 30, 1993	Shares	Dollar Amount
Shares sold	2,937,106	\$ 36,285,613
Shares issued to shareholders in reinvestment of dividends and distributions	91,657	890,902
	-----	-----
Total issued	3,028,763	37,176,515
Shares redeemed	(932,700)	(10,899,696)
	-----	-----
Net increase	2,096,063	\$ 26,276,819
	=====	=====

Class A Shares for the Year Ended November 30, 1992	Shares	Dollar Amount
Shares sold	1,932,748	\$ 21,799,197
Shares issued to shareholders in reinvestment of dividends and distributions	20,664	204,983

Total issued	1,953,412	22,004,180
Shares redeemed	(695,040)	(7,709,783)
Net increase	1,258,372	\$ 14,294,397

Class B Shares for the Year Ended November 30, 1993	Shares	Dollar Amount
Shares sold	10,861,570	\$136,390,183
Shares issued to shareholders in reinvestment of dividends and distributions	253,359	2,472,784
Total issued	11,114,929	138,862,967
Shares redeemed	(2,748,458)	(31,777,805)
Net increase	8,366,471	\$107,085,162

Class B Shares for the Year Ended November 30, 1992	Shares	Dollar Amount
Shares sold	7,458,315	\$ 84,216,625
Shares issued to shareholders in reinvestment of dividends and distributions	55,565	551,761
Total issued	7,513,880	84,768,386
Shares redeemed	(1,097,798)	(11,509,331)
Net increase	6,416,082	\$ 73,259,055

#### 5. Capital Loss Carryforward:

At November 30, 1993, the Fund had a capital loss carryforward of approximately \$1,104,000, all of which expires in 2001 and will be available to offset like amounts of any future taxable gains.

#### 6. Subsequent Event:

On December 15, 1993, the Board of Directors declared an ordinary income dividend of \$0.108476 per Class A Share and \$0.048488 per Class B Share, payable on December 22, 1993 to shareholders of record as of December 14, 1993.

#### <AUDIT-REPORT>

#### INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders,  
Merrill Lynch Latin America Fund, Inc.

We have audited the accompanying consolidated statement of assets and liabilities, including the consolidated schedule of investments, of Merrill Lynch Latin America Fund, Inc. and its subsidiary as of November 30, 1993, the related consolidated statements of operations for the year then ended and consolidated changes in net assets for each of the years in the two-year period then ended, and the consolidated financial highlights for the two-year period then ended and the period September 27, 1991 (commencement of operations) to November 30, 1991. These consolidated financial statements and the consolidated financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on these consolidated financial statements and the consolidated financial highlights based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and the financial highlights are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. Our procedures included confirmation of securities owned at November 30, 1993 by correspondence with the custodian and brokers. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such consolidated financial statements and consolidated financial highlights present fairly, in all material respects, the financial position of Merrill Lynch Latin America

Fund, Inc. and its subsidiary as of November 30, 1993, the results of their operations, the changes in their net assets, and the consolidated financial highlights for the respective stated periods in conformity with generally accepted accounting principles.

Deloitte & Touche  
Princeton, New Jersey  
January 14, 1994  
</AUDIT-REPORT>

PORTFOLIO CHANGES

For the Quarter Ended November 30, 1993

Additions

Banco Wiese Limitado  
Bata Chile S.A.  
Bufete Industrial S.A.  
Coca-Cola Femsa S.A. (ADR)  
Energis S.A. (ADR)  
Farmacias Benavides, S.A. de C.V.  
Grupo Financiero Probusa, S.A. de C.V.  
Grupo Simec, S.A. de C.V. (Ordinary)  
Grupo Tribasa, S.A. de C.V. (ADR)  
Inversiones y Representaciones S.A. (IRSA)  
Mavesa S.A.  
Mavesa S.A. (ADR)  
PanAmerican Beverages Inc.  
Sociedad Quimica y Minera de Chile S.A.  
Telecom Argentina Stet--France Telecom S.A.  
Telefonica de Argentina S.A.  
Tubos de Acero de Mexico, S.A. de C.V. (Tamsa) (ADR)  
Venasetta S.A. 'B' Shares

Deletions

Bonos de Inversion y Crecimiento (Investment and Growth Bonds--Fifth Series)  
Companhia Cervejaria Brahma S.A. (Rights)  
Republic of Panama Unrestructured Syndicated Loan Agreement  
(Promissory Note Dated 6/10/1982), 3.718% due 12/28/1999  
Sao Paulo Alpargatas S.A. PN

<TABLE>  
IMPORTANT TAX INFORMATION (unaudited)

The following information summarizes all per share distributions paid by Merrill Lynch Latin America Fund, Inc. during the fiscal year ended November 30, 1993:

<CAPTION>

	Record Date	Payable Date	Qualifying Domestic Ordinary Income	Non-Qualifying Domestic Ordinary Income	Foreign Source Income	Total Ordinary Income	Foreign Taxes Paid or Withheld	Long-Term Capital Gains
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<S>
Class A Shares:	12/15/92	12/23/92	\$0.008624	\$0.118709	\$0.199006	\$0.326339	\$0.010721	None
Class B Shares:	12/15/92	12/23/92	\$0.006007	\$0.082688	\$0.138620	\$0.227315	\$0.010721	None

The qualifying domestic ordinary income qualifies for the dividends received deduction for corporations. Substantially all of the foreign taxes paid or withheld represent taxes incurred by the Fund on dividends received by the Fund from foreign sources. Foreign taxes paid or withheld should be included in taxable income with an offsetting deduction from gross income or as a credit for taxes paid to foreign governments. You should consult your tax adviser regarding the appropriate treatment of foreign taxes paid.

Please retain this information for your records.  
</TABLE>

PORTFOLIO INFORMATION

Ten Largest Equity Holdings As of November 30, 1993	Percent of Net Assets
Telefonos de Mexico, S.A. de C.V. (Telmex) (ADR)	5.1%
Grupo Carso, S.A. de C.V.	3.7
Cifra, S.A. de C.V. 'C'	3.3
Kimberly-Clark de Mexico, S.A. de C.V. 'A'	3.1
Grupo Situr, S.A. de C.V. (ADR)	2.8
Servicios Financieros Quadrum, S.A. de C.V. (ADR)	2.6



Grupo Tribasa, S.A. de C.V. (ADR)	2.3
Tolmex, S.A. de C.V. 'B'	2.2
Apasco, S.A. de C.V. 'A'	2.1
Telecomunicacoes Brasileiras S.A.--Telebras (Preferred)	1.9

APPENDIX. Item 1. Asset Allocation as a Percentage of Equities & Fixed-Income Securities as of November 30, 1993

A map illustrating the following percentages:

Mexico	55.3
Panama	1.0
Venezuela	4.7
Colombia	0.8
Peru	1.8
Brazil	15.8
Argentina	12.9
Chile	7.7

Item 2. Total Return Based on a \$10,000 Investment

A line graph depicting the growth of an investment in the Fund's Class A Shares and Class B Shares compared to growth of an investment in the Emerging Markets Free Latin America Index. Beginning and ending values are:

	9/27/91**	11/30/93
ML Latin America Fund, Inc.+++ Class A Shares*	\$ 9,600	\$14,518
ML Latin America Fund, Inc.+++ Class B Shares*	\$10,000	\$14,671
Emerging Markets Free Latin America Index++++	\$10,000	\$17,901

[FN]

\*Assuming maximum sales charge, transaction costs and other operating expenses, including advisory fees.

\*\*Commencement of Operations.

++ML Latin America Fund, Inc. invests primarily in Latin American equity and debt securities.

++++This unmanaged market capitalization-weighted Index by Morgan Stanley Capital International is comprised of a representative sampling of stocks of large-, medium-, and small-capitalization companies in Argentina, Brazil, Chile and Mexico and which are freely purchasable by foreign investors.