

SECURITIES AND EXCHANGE COMMISSION

FORM 24F-2NT

Registration of securities by certain investment companies. Declaration of election Rule 24f-2 notice.

Filing Date: **1994-12-27** | Period of Report: **1994-10-31**
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FILER

MERRILL LYNCH GLOBAL CONVERTIBLE SECURITIES FUND INC

CIK: **825306** | State of Incorporation: **NJ** | Fiscal Year End: **1031**
Type: **24F-2NT** | Act: **33** | File No.: **033-18720** | Film No.: **94566355**

Business Address
*P O BOX 9011
PRINCETON NJ 08543
6092823319*

December 27, 1994

Securities and Exchange Commission
Judiciary Plaza
450 Fifth Street N.W.
Washington, D.C. 20549

Re: Rule 24f-2 Notice for
MERRILL LYNCH GLOBAL CONVERTIBLE
FUND, INC.
File No. 33-18720

Dear Sirs:

In accordance with the provisions of Rule 24f-2 under the Investment Company Act of 1940, Merrill Lynch Global Convertible Fund, Inc. (the "Fund") hereby files its Rule 24f-2 Notice (the "Notice").

1. The Notice is being filed for the fiscal year of the Fund ended October 31, 1994 (the "Fiscal Year").
2. No shares of common stock of the Fund which had been registered under the Securities Act of 1933 (the "Securities Act") other than pursuant to Rule 24f-2 remained unsold at the beginning of the Fiscal Year.
3. No shares of common stock were registered under the Securities Act during the Fiscal Year other than pursuant to Rule 24f-2.
4. 3,640,855 shares of common stock were sold during the Fiscal Year.*

*Of this amount, 552,279 Class A shares were sold at an aggregate purchase price of \$5,993,695,

3,053,210 Class B shares were sold at an aggregate purchase price of \$33,198,057, 18,780 Class C shares were sold at an aggregate purchase price of \$202,593 and 16,586 Class D shares were sold at an aggregate purchase price of \$182,308. The aggregate sale price for all shares of common stock sold during the Fiscal Year was \$39,576,653.

5. 3,640,855 shares of common stock were sold during the Fiscal Year in reliance upon registration pursuant to Rule 24f-2. Transmitted with this Notice is an opinion of Brown & Wood, counsel for the Fund, indicating that the securities the registration of which this Notice makes definite in number were legally issued, fully paid and non-assessable.

6. In accordance with Paragraph (c) of Rule 24f-2, the fee of \$9,443.57 has been wired. Such fee, which relates to the 3,640,855 shares referred to in Paragraph (5), is based upon the actual aggregate sale price for which such securities were sold during the Fiscal Year, reduced by the actual aggregate repurchase price of shares of common stock redeemed or repurchased during the Fiscal Year. The Fund did not apply the redemption or repurchase price of any shares of common stock redeemed or repurchased during the Fiscal Year pursuant to Rule 24e-2(a) in filings made pursuant to Rule 24(e)(1) of the Investment Company Act of 1940. The calculation of the amount on which the filing fee is based is as follows:

(i) Aggregate sale price for the 3,640,855 shares of common stock sold during the Fiscal Year in reliance upon registration pursuant to rule 24f-2.	\$39,576,653
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reduced by

(ii) Aggregate redemption price for the 1,126,246 shares of common stock redeemed during the Fiscal Year.*	\$12,190,502
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equal amount on which filing fee is based	\$27,386,151
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Based on the above calculation \$9,443.57 is payable with respect to the registration of shares of common stock of the Fund.

*Of this amount, 247,561 Class A shares were redeemed at an aggregate price of \$2,665,037, 878,683 Class B shares were redeemed at an aggregate price of \$9,525,443, 1 Class C share was redeemed at an aggregate price of \$11 and 1 Class D share was redeemed at an aggregate price of \$11. The aggregate redemption price of all shares redeemed was \$12,190,502.

Please direct any questions relating to this filing to Mark B. Goldfus at Merrill Lynch Asset Management, P.O. Box 9011, Princeton, N.J. 08543-9011, (609) 282-2023, or to Laurin Blumenthal Kleiman At Brown & Wood, One World Trade Center, New York, New York 10048, (212) 839-5525.

Very truly yours,

MERRILL LYNCH GLOBAL CONVERTIBLE
FUND, INC.

By /s/ Jaclyn Scheck

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Jaclyn Scheck
Assistant Secretary

BROWN & WOOD
One World Trade Center
New York, N.Y. 10048-0557
Telephone: 212-839-5300
Facsimile 212-839-5599

December 21, 1994

Merrill Lynch Global Convertible Fund, Inc.
P.O. Box 9011
Princeton, New Jersey 08543-9011

Ladies and Gentlemen:

This opinion is furnished in connection with the notice (the "Notice") to be filed by Merrill Lynch Global Convertible Fund, Inc., a Maryland corporation (the "Fund"), with the Securities and Exchange Commission pursuant to Rule 24f-2 under the Investment Company Act of 1940, as amended. The Notice is being filed to make definite the registration under the Securities Act of 1933, as amended, of 3,640,855 shares of common stock, par value \$.10 per share, of the Fund (the "Shares") which were sold during the Fund's fiscal year ended October 31, 1994.

As counsel for the Fund, we are familiar with the proceedings taken by it in connection with the authorization, issuance and sale of the Shares. In addition, we have examined and are familiar with the Articles of Incorporation of the Fund, as amended, the By-Laws of the Fund and such other documents as we have deemed relevant to the matters referred to in this opinion.

Based upon the foregoing, we are of the opinion that the Shares were legally issued, fully paid and non-assessable.

We hereby consent to the filing of this opinion with the Securities and Exchange Commission as an attachment to the Notice.

Very truly yours,