

Schechter Adam H  
 Form 4  
 March 06, 2007

**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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Schechter Adam H

2. Issuer Name and Ticker or Trading Symbol  
 MERCK & CO INC [(MRK)]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 ONE MERCK DRIVE, P.O. BOX 100  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 03/02/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 President, USHH

WHITEHOUSE STATION, NJ 08889-0100

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ 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) |
|--------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock - 401(k) Plan           |                                      |  |                                | (A) or (D)<br>Code V Amount (D) Price                             | 1,851.4052<br>(1)   | I  | By 401(k)   |
| Common Stock - Dividend Reinvestment |                                      |  |                                |   | 4,091 (2)   | D  |   |

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

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SEC 1474 (9-02)

displays a currently valid OMB control number.

**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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option 2007/03/02 (right to buy) | \$ 44.19   | 03/02/2007                           |  | A                              | 50,000  | 03/02/2008 <sup>(3)</sup> 03/01/2017                     | Common Stock  | 50,000                     |
| Restricted Stock Units 2007/03/02               | (4)  | 03/02/2007                           |  | A                              | 9,375   | 03/02/2010 03/02/2010                                    | Common Stock  | 9,375                      |
| RSU - Leader Shares 2007/03/02                  | (4)  | 03/02/2007                           |  | A                              | 12,000  | 03/02/2010 03/02/2010                                    | Common Stock  | 12,000                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |                 |
|--|---------------|-----------|---------|-----------------|
|  | Director      | 10% Owner | Officer | Other           |
| Schechter Adam H<br>ONE MERCK DRIVE<br>P.O. BOX 100<br>WHITEHOUSE STATION, NJ 08889-0100 |               |           |         | President, USHH |

## Signatures

Debra A. Bollwage as Attorney-in-Fact for Adam H. Schechter  
 \_\_\_\_\_  
 \*\*Signature of Reporting Person

03/06/2007  
 \_\_\_\_\_  
 Date

## 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) Includes shares acquired and dividends earned through January 2, 2007 in the Merck & Co., Inc. Employee Savings and Security Plan, a 401(k) plan.
- (2) Holdings include shares acquired in dividend reinvestment transactions.
- (3) The option vests in three equal annual installments beginning March 2, 2008.
- (4) Each restricted stock unit represents a contingent right to receive one share of Merck & Co., Inc. common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.