

Scalet J Chris
 Form 4
 November 04, 2009

FORM 4

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

OMB APPROVAL

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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 *
 Scalet J Chris

2. Issuer Name and Ticker or Trading Symbol
 MERCK SHARP & DOHME CORP.
 [MRK]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 ONE MERCK DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/03/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Exe. VP, Global Services & CIO

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/03/2009		D		26,167.8585	D	\$ 0 (1)
Common Stock - 401(k) Plan	11/03/2009		J		2,608.7358	D	\$ 0 (2)

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

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 (9-02)

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
Restricted Stock Unit	(3)	11/03/2009		D	7,650	03/02/2010(3) 03/02/2010(3)	Common Stock	7,650
Restricted Stock Unit	(3)	11/03/2009		D	9,750	02/28/2011(3) 02/28/2011(3)	Common Stock	9,750
Restricted Stock Unit	(3)	11/03/2009		D	11,700	04/24/2012(3) 04/24/2012(3)	Common Stock	11,700
RSU - Leader Shares	(3)	11/03/2009		D	15,000	04/24/2012(3) 04/24/2012(3)	Common Stock	15,000
Stock Option (right to buy)	\$ 52.2849	11/03/2009		D	31,650	03/25/2004(4) 03/24/2013	Common Stock	31,650
Stock Option (right to buy)	\$ 54.9958	11/03/2009		D	42,200	05/01/2004(4) 04/30/2013	Common Stock	42,200
Stock Option (right to buy)	\$ 48.24	11/03/2009		D	21,750	02/27/2005(4) 02/26/2014	Common Stock	21,750
Stock Option (right to buy)	\$ 31.84	11/03/2009		D	25,000	02/25/2006(4) 02/24/2015	Common Stock	25,000
Stock Option (right to buy)	\$ 35.09	11/03/2009		D	36,000	03/03/2007(4) 03/02/2016	Common Stock	36,000
Stock Option	\$ 44.19	11/03/2009		D	40,800	03/02/2008(4) 03/01/2017	Common Stock	40,800

