

MERCK & CO INC
Form 8-K
November 14, 2007

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 8-K
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) November 9, 2007

Merck & Co., Inc.

(Exact name of registrant as specified in its charter)

New Jersey

1-3305

22-1109110

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

One Merck Drive, PO Box 100, Whitehouse Station,
NJ

08889-0100

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code

(908) 423-1000

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01. Entry into a Material Definitive Agreement.

On November 9, 2007, the Company entered into a Settlement Agreement (the Agreement) with the law firms that comprise the executive committee of the Plaintiffs Steering Committee of the federal multidistrict VIOXX litigation as well as representatives of plaintiffs counsel in state coordinated proceedings (the Negotiating Plaintiffs Counsel) to resolve pending or tolled state and federal myocardial infarction and ischemic stroke claims filed against the Company in the United States. Under the Agreement, the Company has agreed to establish a settlement program pursuant to which, if certain conditions are met, the Company will pay a fixed amount of \$4.85 billion into a fund for qualifying claims. The Settlement Agreement, which is filed as Exhibit 10.1 hereto, is incorporated in this Item 1.01 by reference.

Item 8.01. Other Events

On November 9, 2007, the Company issued a press release announcing the Settlement Agreement. A copy of the press release is attached as Exhibit 99.1 hereto.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

- 10.1 Settlement Agreement, dated as of November 9, 2007, by and between the Company and The Counsel Listed on the Signature Pages Hereto, including the exhibits thereto.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Merck & Co., Inc.

Date: November 14, 2007

By: /s/ Debra A. Bollwage
DEBRA A. BOLLWAGE
Senior Assistant Secretary

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EXHIBIT INDEX

Exhibit Number	Description
10.1	Settlement Agreement, dated as of November 9, 2007, by and between the Company and The Counsel Listed on the Signature Pages Hereto, including the exhibits thereto.
99.1	Press Release issued by the Company on November 9, 2007.