

MERCK & CO INC  
Form 4  
February 19, 2008

# 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 \*  
Schechter Adam H

(Last) (First) (Middle)

ONE MERCK DRIVE, P.O. BOX 100

(Street)

WHITEHOUSE STATION, NJ 08889-0100

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
02/15/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

President, Global Pharms

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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  | Price  |   |
| Common Stock                    | 02/15/2008                           |  | M                              |   | 12,500  | \$ 28.9  | D   |
| Common Stock                    | 02/15/2008                           |  | M                              |   | 10,000  | \$ 31.84   | D   |
| Common Stock                    | 02/15/2008                           |  | M                              |   | 10,000  | \$ 28.42   | D   |
| Common Stock                    | 02/15/2008                           |  | S                              |   | 12,500  | \$ 47.49   | D   |
| Common Stock                    | 02/15/2008                           |  | S                              |   | 10,000  | \$ 47.49   | D   |

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|                                      |            |   |        |   |          |                          |   |           |
|--------------------------------------|------------|---|--------|---|----------|--------------------------|---|-----------|
| Common Stock                         | 02/15/2008 | S | 10,000 | D | \$ 47.49 | 0                        | D |           |
| Common Stock - Dividend Reinvestment | 02/15/2008 | S | 4,176  | D | \$ 47.49 | 0.0192                   | D |           |
| Common Stock - 401(k) Plan           |            |   |        |   |          | 2,140.7023<br><u>(1)</u> | I | By 401(k) |

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

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(9-02)

**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                   |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                       | 7. Title and Underlying (Instr. 3 and 4) |
|---|--|--------------------------------------|--|--------------------------------|--|-----|--|-----------------------|--|
|   |  |                                      |  |                                | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |     | Date Exercisable   | Expiration Date       |  |
|   |  |                                      |  | Code                           | V  | (A) | (D)  |                       | Title                                    |
| Employee Stock Option 2004/11/01 (right to buy) | \$ 28.9  | 02/15/2008                           |  | M                              |  |     | 12,500   | 11/01/2005 10/31/2014 | Common Stock                             |
| Employee Stock Option 2005/02/25 (right to buy) | \$ 31.84   | 02/15/2008                           |  | M                              |  |     | 10,000   | 02/25/2006 02/24/2015 | Common Stock                             |
| Employee Stock Option 2005/11/01 (right to buy) | \$ 28.42   | 02/15/2008                           |  | M                              |  |     | 10,000   | 11/01/2006 10/31/2015 | Common Stock                             |
| Phantom Stock                                   | <u>(2)</u>   | 02/15/2008                           |  | A                              |  |     | 2,103.934  | <u>(3)</u> <u>(4)</u> | Common Stock                             |

## 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, Global Pharms |       |

## Signatures

|   |            |
|---|------------|
| Debra A. Bollwage as Attorney-in-Fact for Adam H. Schechter | 02/19/2008 |
| **Signature of Reporting Person                             | 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, 2008 in the Merck & Co., Inc. Employee Savings and Security Plan, a 401(k) plan.
- (2) 1-for-1
- (3) The Merck Deferral Program includes the right of redesignation to other investment measures within the Program.  
Distributions of phantom stock are made in shares of Merck Common Stock, with cash payable for partial shares, in accordance with a
- (4) distribution schedule elected by the reporting person. This distribution is subject to conditions and limitations of the Merck Deferral Program.
- (5) Holdings include shares acquired in dividend reinvestment transactions.

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