

Kuhlik Bruce N
 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 *
 Kuhlik Bruce N

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)
 Exec. V.P. and General Counsel

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	11/03/2009		D	V 17,660.0888	(A) or (D) Price \$ 0 (1) 0	D	

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

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

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 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Restricted Stock Unit	(2)	11/03/2009		D	4,500	03/02/2010(2) 03/02/2010(2)	Common Stock	4,500
Restricted Stock Unit	(2)	11/03/2009		D	15,000	08/01/2010(2) 08/01/2010(2)	Common Stock	15,000
Restricted Stock Unit	(2)	11/03/2009		D	11,700	02/28/2011(2) 02/28/2011(2)	Common Stock	11,700
Restricted Stock Unit	(2)	11/03/2009		D	13,650	04/24/2012(2) 04/24/2012(2)	Common Stock	13,650
RSU - Leader Shares	(2)	11/03/2009		D	3,700	02/01/2010(2) 02/01/2010(2)	Common Stock	3,700
RSU - Leader Shares	(2)	11/03/2009		D	6,000	02/28/2011(2) 02/28/2011(2)	Common Stock	6,000
Stock Option (right to buy)	\$ 32.72	11/03/2009		D	10,000	05/23/2006(3) 05/22/2015	Common Stock	10,000
Stock Option (right to buy)	\$ 34.47	11/03/2009		D	500	02/01/2007(3) 01/31/2016	Common Stock	500
Stock Option (right to buy)	\$ 35.09	11/03/2009		D	20,880	03/03/2007(3) 03/02/2016	Common Stock	20,880
Stock Option (right to buy)	\$ 44.19	11/03/2009		D	24,000	03/02/2008(3) 03/01/2017	Common Stock	24,000
Stock Option (right to buy)	\$ 51.02	11/03/2009		D	50,000	08/01/2008(3) 07/31/2017	Common Stock	50,000

