Merck & Co. Inc. Form DEFA14A April 12, 2010

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	SCHEDULE 14A
	Proxy Statement Pursuant to Section 14(a) of the
	Securities Exchange Act of 1934
	(Amendment No)
Filed by the Registrant x Filed by a Party other than the Registrant "	
Check the appropriate box:	
" Р	Preliminary Proxy Statement
(	Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
D	Definitive Proxy Statement
х Г	Definitive Additional Materials

" Soliciting Material Pursuant to §240.14a-12

## MERCK & CO., INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

X	No f	ee required.
	Fee	computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
	(1)	Title of each class of securities to which transaction applies:
	(2)	Aggregate number of securities to which transaction applies:
	(3)	Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined)
	(4)	Proposed maximum aggregate value of transaction:

(5)	Total fee paid:
Fee p	paid previously with preliminary materials.
Chec was j	sk box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting for paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
(1)	Amount Previously Paid:
(2)	Form, Schedule or Registration Statement No.:
(3)	Filing Party:
(4)	Date Filed:

#### \*\*\* Exercise Your Right to Vote \*\*\*

#### IMPORTANT NOTICE Regarding the Availability of Proxy Materials

#### MERCK & CO., INC.

#### **Meeting Information**

Meeting Type: Annual

For holders as of: March 26, 2010

**Date:** May 25, 2010 **Time:** 1:00 p.m. EDT

**Location:** Edward Nash Theatre

Raritan Valley Community College Route 28 & Lamington Road

North Branch, NJ

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at <a href="https://www.proxyvote.com">www.proxyvote.com</a> or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

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#### Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:
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NOTICE AND PROXY STATEMENT ANNUAL REPORT FORM 10-K

#### **How to View Online:**

Have the 12-Digit Control Number available (located on the following page) and visit: www.proxyvote.com.

#### How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

1) BY INTERNE	ET: www.	proxyvote.com

2) BY TELEPHONE: 1-800-579-1639

3) BY E-MAIL\*: sendmaterial@proxyvote.com

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 11, 2010 to facilitate timely delivery.

#### **How To Vote**

Please Choose One of the Following Voting Methods

**Vote In Person:** Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the Meeting you will need to request a ballot to vote these shares.

<sup>\*</sup> If requesting materials by e-mail, please send a blank e-mail with the 12-Digit Control Number (located on the following page) in the subject line.

Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the 12 Digit Control Number available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

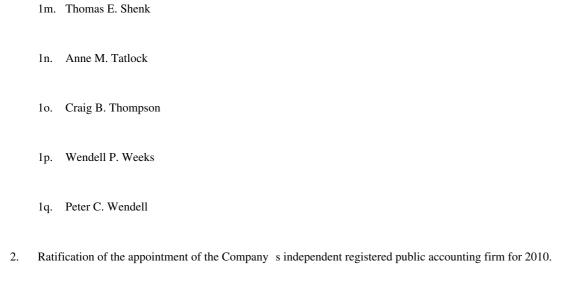
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## **Voting Items**

#### The Board of Directors recommends a

#### vote FOR Items 1 through 4.

1.	Eleci	tion of Directors The Board of Directors recommends a vote FOR the Nominees listed below:	
	1a.	Leslie A. Brun	
	1b.	Thomas R. Cech	
	1c.	Richard T. Clark	
	1d.	Thomas H. Glocer	
	1e.	Steven F. Goldstone	
	1f.	William B. Harrison, Jr.	
	1g.	Harry R. Jacobson	
	1h.	William N. Kelley	
	1i.	C. Robert Kidder	
	1j.	Rochelle B. Lazarus	
	1k.	Carlos E. Represas	
11. Patricia F. Russo M21498-P89739			



- 3. Proposal to adopt the 2010 Incentive Stock Plan.
- 4. Proposal to adopt the 2010 Non-Employee Directors Stock Option Plan.

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