Schechter Adam H Form 3/A August 18, 2010

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement Merck & Co. Inc. [(MRK)] A Schechter Adam H (Month/Day/Year) 05/01/2010 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) ONE MERCK DRIVE, P.O. 05/06/2010 (Check all applicable) **BOX 100** (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting EVP & Pres.Global Human Hlth Person WHITEHOUSE Form filed by More than One STATION. NJÂ 08889-0100 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Common Stock - 401(k) Plan 3,385.4018 (1) I By 401(k) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of

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

information contained in this form are not required to respond unless the form displays a

currently valid OMB control number.

(Instr. 4) Expiration Date (Month/Day/Year) Securities Underlying Conversion Ownership Benefic Or Exercise Form of (Instr. 5) (Instr. 4) Price of Derivative Security: Title Title Security Ownership Benefic Or Exercise Form of (Instr. 5) (Instr. 6) (Instr. 5) (Instr. 6) (Ins	
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Date Expiration Amount or or Indirect Exercisable Date Number of (I) Shares (Instr. 5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Schechter Adam H ONE MERCK DRIVE

Â ÊVP & Pres.Global Human Hlth Â

WHITEHOUSE STATION, NJÂ 08889-0100

Signatures

P.O. BOX 100

Debra A. Bollwage as Attorney-in-Fact for Adam H. Schechter 08/18/2010

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Number of shares originally reported was incorrectly overstated because number of units were reported instead of shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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