

MERCK SHARP & DOHME CORP.
Form 15-12B
November 18, 2009

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

OMB APPROVAL
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FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934
OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934.

Commission File Number: 1-3305

Merck Sharp & Dohme Corp. (f/k/a Merck & Co., Inc.)

(Exact name of registrant as specified in its charter)

One Merck Drive, P.O. Box 100, Whitehouse Station, NJ 08889-0100; (908) 423-1000

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Common Stock, \$0.01 par value

(Title of each class of securities covered by this Form)

1.875% Notes due June 30, 2011
4.0% Notes due June 30, 2015
5.0% Notes due June 30, 2019
5.85% Notes due June 30, 2039

(Titles of all other classes of securities for which a duty to file reports under Section 13(a) or 15(d) remains)

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Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

| | | |
|------|-----------------|-------------------------------------|
| Rule | 12g-4(a)(1) | <input checked="" type="checkbox"/> |
| Rule | 12g-4(a)(2) | <input type="checkbox"/> |
| Rule | 12h-3(b)(1)(i) | <input checked="" type="checkbox"/> |
| Rule | 12h-3(b)(1)(ii) | <input type="checkbox"/> |
| Rule | 15d-6 | <input type="checkbox"/> |

Approximate number of holders of record as of the certification or notice date: 1

Pursuant to the requirements of the Securities Exchange Act of 1934, Merck Sharp & Dohme Corp. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Merck Sharp & Dohme Corp.

DATE: November 18, 2009

By: /s/ Debra A. Bollwage
Name: Debra A. Bollwage
Title: Assistant Secretary

Instruction: This form is required by Rules 12g-4, 12h-3 and 15d-6 of the General Rules and Regulations under the Securities Exchange Act of 1934. The registrant shall file with the Commission three copies of Form 15, one of which shall be manually signed. It may be signed by an officer of the registrant, by counsel or by any other duly authorized person. The name and title of the person signing the form shall be typed or printed under the signature.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays

SEC 2069 (02-08) a currently valid OMB control number.