

### **Conversion of 6.00% Mandatory Convertible Preferred Stock of Schering-Plough**

As Merck announced on November 3, 2009, from the completion of the merger (November 3, 2009) through 5:00 p.m. ET on November 19, 2009, the 6.00% Mandatory Convertible Preferred Stock of Schering-Plough were convertible at a make-whole conversion rate of 8.2021. For each share of preferred stock converted during that period, the holder received \$86.12 in cash ( $\$10.50 \times 8.2021$ ) and 4.7302 "MRK" common shares ( $0.5767 \times 8.2021$ ). Holders also received, for each share converted, a dividend make-whole payment of between \$10.79 and \$10.82, depending on the date of conversion.

Merck said that there were approximately 10 million preferred shares outstanding prior to the conversion period. More than 9.1 million preferred shares were converted during the make-whole period and that there are less than 900,000 preferred shares currently outstanding.