



The Annual Meeting of Shareholders of Merck & Co., Inc. was held on May 25, 2021, by means of remote communication. Kenneth C. Frazier, Chairman of the Board and Chief Executive Officer presided. Stock represented at the meeting was 83.38% of the total number of votes entitled to be cast.

Election of Directors

The thirteen nominees for the Board of Directors were elected. Leslie A. Brun, Mary Ellen Coe, Pamela J. Craig, Kenneth C. Frazier, Thomas H. Glocer, Risa J. Lavizzo-Mourey, M.D., Stephen L. Mayo, Ph.D., Paul B. Rothman, M.D., Patricia F. Russo, Christine E. Seidman, M.D., Inge G. Thulin, Kathy J. Warden and Peter C. Wendell were each elected for a one-year term ending in 2022.

Voting Outcome on Proposals

The management proposal on the non-binding advisory vote to approve the compensation of our named executive officers was approved. It received an affirmative vote of 91.21% of the total votes cast. A majority of the votes cast at the meeting was required for approval of the proposal.

The management proposal to ratify the appointment of PricewaterhouseCoopers LLP as the independent registered public accounting firm for 2021 was approved. It received an affirmative vote of 97.77% of the total votes cast. A majority of votes cast at the meeting was required for approval of this proposal.

The shareholder proposal regarding shareholder right to act by written consent received an affirmative vote of 39.77% of the votes cast. A majority of the votes cast at the meeting was required for approval of this proposal.

The shareholder proposal regarding access to COVID-19 products received an affirmative vote of 33.56% of the votes cast. A majority of the votes cast at the meeting was required for approval of this proposal.