

February 24, 2005

Debra A. Bollwage
Assistant Secretary
Merck & Co., Inc.
One Merck Dr.
Whitehouse Station, NJ 0889-0100

Re: Shareholder Resolution

Dear Ms. Bollwage:

I am writing to you in connection with a Shareholder Proposal that several of our members sponsored relating to animal testing. As you know from prior communications, I am Legal Counsel in the Research and Investigations Department of People for the Ethical Treatment of Animals. I was also designated as the legal representative for the proponents of the Shareholder Resolution who are identified as recipients of this letter.

By way of background, you sent me a letter dated February 7th advising that Merck planned to include our resolution in the 2005 proxy materials. You also attached the Board of Directors statement recommending a vote against the proposal. In light of the information disclosed in the Board's statement regarding the Company's commitment to replacing animal testing models where appropriate, I called you on February 10, 2004, to inquire whether Merck might have some interest in pursuing a dialogue with PETA in an effort to reach a voluntary withdrawal of the resolution. I described to you how we had reached similar accords with other large companies (namely Johnson & Johnson and ExxonMobil), that we had engaged in discussions by telephone conference and in person, and that we would like to speak with Merck representatives with decision-making authority. You graciously offered to look into the matter to determine whether there was any interest on Merck's part in discussing a settlement of the resolution.

Less than a week later, I received a voice mail message from Bruce Ellis, Esq., indicating that Merck was interested in arranging a conference call and that he would "attempt to get subject matter experts on board." I next received a call from Terry in the Legal Department, calling on behalf of Mr. Ellis. Terry arranged a conference call for February 22nd. I advised Terry that Jessica Sandler, PETA's Federal Agency Liaison, Sadhana Dhruvakumar, PETA's Senior Scientific Research Specialist, and I would be on the call.

At 5:00 p.m. on February 22nd, the three of us from PETA were greeted by Bruce Ellis, "Frank," Merck's regulatory attorney, and "The Doctor." Lawyer Frank and The Doctor declined to identify themselves further because, according to Mr. Ellis, various researchers (presumably Merck researchers) had been targeted by animal rights activists (none was identified) and harassed or threatened. Although Sadhana explained that PETA does not engage in such activities, the anonymous Lawyer Frank and The Doctor were apparently fully committed to protecting their identities. In short, the entire undertaking was little more than a comedy, with Merck's "subject matter experts" casting themselves in the leading roles.



**PEOPLE FOR THE ETHICAL
TREATMENT OF ANIMALS**

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It is more than noteworthy that Merck's Vice President of Safety Assessment, Joseph DeGeorge, has interacted with both Jessica Sandler and Sadhana Dhruvakumar. Mr. DeGeorge met Ms. Dhruvakumar at the Toxicology Forum a few weeks ago. When Mr. DeGeorge was formerly at FDA, he invited Jessica Sandler and PETA's Senior Vice President, Mary Beth Sweetland, to discuss various issues relating to animal testing at the FDA. It is unfortunate that Mr. DeGeorge was not a participant on the conference call with PETA. Not only could he have given his name, he would have known that the PETA representatives are "legitimate."

As a member of the Bar of New Jersey and an officer of the Court, I was personally and professionally insulted by Merck's representatives. The insult was compounded by the fact that I am the legal representative of Merck's shareholders who sponsored the resolution. My colleagues, Jessica Sandler and Sadhana Dhruvakumar, and I are experienced and educated professionals. To have been treated by Merck's selected representatives with such discourtesy, was the height of unprofessionalism.

We reached out to Merck in a good faith effort to engage in discussions in the hope of developing an ongoing dialogue. It is PETA's desire not to have to file Shareholder Resolutions, but rather to open a meaningful path for communication with Merck, as we have done with other pharmaceutical companies. What Merck extended to us in return, was mere insult. It would have been more honest if Merck had simply declined to engage in discussions with us.

I feel confident that you responded in good faith when I spoke to you about PETA and Merck engaging in a productive dialogue. If that is the case, I hope that you will see to it that this letter finds its way to Merck's highest decision-makers and that a response will be forthcoming.

Very truly yours,

/s/
Susan L. Hall

SLH/pc