

AMGEN INC

Form 4

August 07, 2014

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Patton Cynthia M

(Last) (First) (Middle)

ONE AMGEN CENTER DRIVE

(Street)

THOUSAND  
OAKS, CA 91320-1799

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
AMGEN INC [AMGN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/05/2014

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_\_ Other (specify  
below) below)

SVP &amp; CCO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/05/2014		M	920 A	\$ 58.43 19,154	D	
Common Stock	08/05/2014		M	1,724 A	\$ 54.69 20,878	D	
Common Stock	08/05/2014		S	2,644 D	\$ 127.972 18,234 (2) (3)	D	
Common Stock					(1)		
Common Stock					233.5433 (4)	I	401(k) Plan

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Disposed of (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Nqso (Right to Buy)	\$ 58.43	08/05/2014		M	920	04/26/2013	04/26/2020	Common Stock	920
Nqso (Right to Buy)	\$ 54.69	08/05/2014		M	1,724	04/25/2013	04/25/2021	Common Stock	1,724

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Patton Cynthia M ONE AMGEN CENTER DRIVE THOUSAND OAKS, CA 91320-1799	SVP & CCO

## Signatures

/s/ Andrea Robinson, Attorney-in-Fact for Ms. Patton

08/07/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(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).

The price reported is an average price. The prices ranged from \$126.62 to \$129.00 per share. Full information regarding the number of (1) shares sold at each separate price within the range set forth above is available upon request by the SEC staff, the issuer or a security holder of the issuer.

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- These shares include the following Restricted Stock Units (RSUs) granted under the Company's equity plans: 1,000 RSUs which fully vest on 10/28/2014; 508 RSUs which vest in on 4/25/2015; 804 RSUs which vest in two annual installments of 396 on 4/27/2015 and 408 on 4/27/2016; 5,420 RSUs which vest in three installments of 1,788, 1,789 and 1,843 on 10/26/2014, 10/26/2015 and 10/26/2016, respectively; 2,103 RSUs which vest in three installments of 693, 694 and 716 on 1/28/2015, 1/28/2016 and 1/28/2017, respectively; and 1,092 RSUs which vest in two equal installments of 360 on 1/31/2016 and 1/31/2017 and one installment of 372 on 1/31/2018. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis.
- (2)

- These shares include 284 Dividend Equivalents (DEs) granted pursuant to the Amgen Inc. 2009 Amended and Restated Equity Incentive Plan and subject to a qualifying dividend reinvestment plan. DEs are credited on the reporting person's unvested RSUs and are paid out in shares of the Company's common stock on a one-to-one basis according to the vesting schedule, along with a cash payment for any remaining fractional share amount.
- (3)

- (4) These are shares acquired under the Company's 401(k) Plan and represent interests in the Company's stock fund as of this filing.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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