

AMGEN INC

Form 4

August 01, 2005

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SHARER KEVIN W

(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)
07/28/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chairman of the Bd, CEO & Pres

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	07/28/2005		M		193,857	A	\$ 38.36	193,857	D
Common Stock	07/28/2005		M		70,000	A	\$ 59.8125	263,857	D
Common Stock	07/28/2005		M		15,000	A	\$ 59.8125	278,857	D
Common Stock	07/28/2005		M		836	A	\$ 59.8125	279,693	D
Common Stock	07/28/2005		G ⁽¹⁾	V	15,836	D	\$ 0	263,857	D

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Common Stock	07/28/2005	S	100	D	\$ 80.79	263,757	D
Common Stock	07/28/2005	S	2,000	D	\$ 80.868	261,757	D
Common Stock	07/28/2005	S	2,100	D	\$ 80.9162	259,657	D
Common Stock	07/28/2005	S	1,148	D	\$ 80.9265	258,509	D
Common Stock	07/28/2005	S	1,500	D	\$ 80.9287	257,009	D
Common Stock	07/28/2005	S	900	D	\$ 80.93	256,109	D
Common Stock	07/28/2005	S	617	D	\$ 80.94	255,492	D
Common Stock	07/28/2005	S	1,183	D	\$ 80.9473	254,309	D
Common Stock	07/28/2005	S	1,852	D	\$ 80.95	252,457	D
Common Stock	07/28/2005	S	1,800	D	\$ 80.9561	250,657	D
Common Stock	07/28/2005	S	1,400	D	\$ 80.9579	249,257	D
Common Stock	07/28/2005	S	128	D	\$ 80.96	249,129	D
Common Stock	07/28/2005	S	1,413	D	\$ 80.9645	247,716	D
Common Stock	07/28/2005	S	1,463	D	\$ 80.97	246,253	D
Common Stock	07/28/2005	S	976	D	\$ 80.98	245,277	D
Common Stock	07/28/2005	S	1,200	D	\$ 80.9825	244,077	D
Common Stock	07/28/2005	S	1,300	D	\$ 80.9831	242,777	D
Common Stock	07/28/2005	S	1,769	D	\$ 80.9859	241,008	D
Common Stock	07/28/2005	S	1,872	D	\$ 80.9862	239,136	D
Common Stock	07/28/2005	S	1,662	D	\$ 80.9877	237,474	D
	07/28/2005	S	1,046	D		236,428	D

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Common Stock					\$ 80.9893		
Common Stock	07/28/2005	S	8,705	D	\$ 80.99	227,723	D
Common Stock	07/28/2005	S	1,500	D	\$ 80.992	226,223	D
Common Stock	07/28/2005	S	200	D	\$ 80.995	226,023	D
Common Stock	07/28/2005	S	816	D	\$ 80.9906	225,207	D

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

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(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 Acquired (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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount of Number of Shares
ISO (Right to Buy)	\$ 38.36	07/28/2005		M	1,303	07/01/2003 07/01/2009	Common Stock 1,303
ISO (Right to Buy)	\$ 59.8125	07/28/2005		M	836	05/10/2005 05/10/2007	Common Stock 836
NQSO (Right to Buy)	\$ 38.36	07/28/2005		M	193,857	07/01/2003 07/01/2009	Common Stock 193,857
NQSO (Right to Buy)	\$ 59.8125	07/28/2005		M	70,000	05/10/2001 05/10/2007	Common Stock 70,000
NQSO (Right to Buy)	\$ 59.8125	07/28/2005		M	15,000	05/10/2001 05/10/2007	Common Stock 15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHARER KEVIN W ONE AMGEN CENTER DRIVE THOUSAND OAKS, CA 91320-1799	X		Chairman of the Bd, CEO & Pres	

Signatures

/s/ Kevin W Sharter N. Cris Prince By Power of Attorney 08/01/2005

__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).
- (1) (KWS 4.29.05) Transfer of shares into reporting person's living trust.

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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