AMGEN INC Form 4 April 29, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Balachandran Madhavan

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

AMGEN INC [AMGN] 3. Date of Earliest Transaction

(Check all applicable)

(First) (Middle)

(Street)

(State)

(Month/Day/Year)

Director X_ Officer (give title 10% Owner

ONE AMGEN CENTER DRIVE 04/25/2014

below)

Other (specify

EVP, Operations 6. Individual or Joint/Group Filing(Check

(Zip)

Filed(Month/Day/Year)

4. If Amendment, Date Original

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

THOUSAND OAKS, CA 91320-1799

(City)

(City)	(State)	Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		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	04/25/2014		Code F	V	Amount 740	(D)	Price \$ 113.72	45,623	D	
Common Stock	04/26/2014		F		437	D	\$ 111.41	45,186	D	
Common Stock	04/27/2014		F		413	D	\$ 111.41	44,773	D	
Common Stock	04/27/2014		F		16	D	\$ 111.41	44,757	D	
Common Stock	04/27/2014		G(1)	V	1,612	A	\$0	41,743	I	By Family Trust

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Common Stock

04/27/2014

 $G_{\underline{(1)}}$ V 1,612 D

\$0

43,145 (2) (3) D

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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)	4. Transaction Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Balachandran Madhavan ONE AMGEN CENTER DRIVE THOUSAND OAKS, CA 91320-1799

EVP, Operations

Signatures

/s/ Madhavan
Balachandran
04/29/2014

**Signature of Reporting 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) These shares are being transferred to the reporting person's Family Trust.
- (2) These shares include the following Restricted Stock Units (RSUs) granted under the Company's equity plans: 1,530 RSUs which vest in one installment on 4/25/2015; 1,684 RSUs which vest in two installments of 829 and 855 on 4/27/2015 and 4/27/2016, respectively; 26,634 RSUs which vest in two equal installments of 8,789 each on 7/31/2014 and 7/31/2015 and one installment of 9,056 on 7/31/2016;

Reporting Owners 2

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7,477 RSUs which vest in two equal installments of 2,467 each on 1/28/2015 and 1/28/2016 and one installment of 2,543 on 1/28/2017; and 4,707 RSUs which vest in two equal installments of 1,553 each on 1/31/2016 and 1/31/2017 and one installment of 1,601 on 1/31/2018. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis.

These shares include 1,113 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.