

AMGEN INC

Form 3

January 21, 2014

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Michael A Kelly

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/10/2014

3. Issuer Name and Ticker or Trading Symbol
AMGEN INC [AMGN]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

ONE AMGEN CENTER DRIVE

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Acting CFO6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

THOUSAND

OAKS, CA 91320-1799

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

32,170 ⁽¹⁾ ⁽²⁾

D

A

Common Stock

182.5922 ⁽³⁾

I

401(k) Plan

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

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative
Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Nqso (Right to Buy)	04/25/2013 ⁽⁴⁾	04/25/2021	Common Stock	5,225	\$ 54.69	D	Â
Nqso (Right to Buy)	04/26/2011 ⁽⁵⁾	04/26/2020	Common Stock	9,200	\$ 58.43	D	Â
Nqso (Right to Buy)	04/28/2010	04/28/2016	Common Stock	2,200	\$ 50.44	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Michael A Kelly ONE AMGEN CENTER DRIVE THOUSAND OAKS, CA 91320-1799	Â	Â	Â Acting CFO	Â

Signatures

/s/ Michael A.
Kelly

01/21/2014

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 include the following Restricted Stock Units (RSUs) granted under the Company's equity plans: 329 RSUs which vest on 4/26/2014; 1,001 RSUs which vest in one installment of 493 on 4/25/2014 and one installment of 508 on 4/25/2015; 1,200 RSUs which vest in two equal annual installments of 396 each on 4/27/2014 and 4/27/2015 and one installment of 408 on 4/27/2016; and 780 RSUs which vest in two equal installments of 257 each on 4/26/2015 and 4/26/2016 and one installment of 266 on 4/27/2017. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis.

(2) These shares include 49 Dividend Equivalents (DEs) granted pursuant to the Amgen Inc. Amended and Restated 2009 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 interest.

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

(4) 1,724 of these stock options are exercisable immediately and the remaining 3,501 are exercisable in one installment of 1,724 on 4/25/2014 and one installment of 1,777 on 4/25/2015.

(5) 6,900 of these stock options are exercisable immediately and the remaining 2,300 are exercisable on 4/26/2014.

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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