

AMGEN INC  
Form 4  
February 05, 2015

# FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HERRINGER FRANK C

(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)  
02/05/2015

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)

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 or Price   |  |   |
| Common Stock                    | 02/05/2015                           |  | M                              |   | 5,000 A \$ 42.13  | 25,449   | D   |
| Common Stock                    | 02/05/2015                           |  | F                              |   | 1,391 D \$ 151.45   | 24,058 <sup>(1)</sup>                                    | D   |
| Common Stock                    | 02/05/2015                           |  | P                              |   | 1,500 A \$ 152.29   | 2,000  | I The Julia Herringer 2012 Trust                      |
| Common Stock                    | 02/05/2015                           |  | P                              |   | 1,500 A \$ 152.29   | 2,000  | I The Sarah Herringer 2012 Trust                      |
|                                 |                                      |  |                                |   |   | 6,152  | I   |

|                 |  |  |  |       |   |  |   |
|-----------------|--|--|--|-------|---|--|---|
| Common<br>Stock |  |  |  |       |   |  | Frank C &<br>Maryellen<br>C<br>Herringer<br>1995<br>Family<br>Trust |
| Common<br>Stock |  |  |  | 7,000 | I |  | Frank C.<br>Herringer<br>1995<br>Family<br>Trust                    |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of<br>Shares |  |
|---|--|---|---|--------------------------------------|---|--|---|---|--|
|   |  |   |   | Code                                 | V (A) (D)   | Date<br>Exercisable  | Expiration<br>Date  | Title                                     | Amount<br>or<br>Number<br>of<br>Shares |
| Nqso<br>(Right to<br>Buy)                           | \$ 42.13   | 02/05/2015                              |   | M                                    | 5,000   | 04/29/2008 04/29/2015  | Common<br>Stock   | 5,000                                     |  |

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

HERRINGER FRANK C  
ONE AMGEN CENTER DRIVE X  
THOUSAND OAKS, CA 91320-1799

## Signatures

/s/ Andrea A. Robinson, Attorney-in-Fact for Mr.  
Herringer

02/05/2015

\_\_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).

Non-market net exercise of 5,000 stock options expiring April 29, 2015 wherein 1,391 shares issuable pursuant to the exercise of these options were withheld by the Company to cover the option exercise price, with the remaining shares delivered to the reporting person.

- (1) These shares include 881 Dividend Equivalent (DEs) granted pursuant to the Director Program and subject to a qualifying dividend reinvestment plan. DEs are credited on the director's vested but deferred Restricted Stock Units and are paid out in shares of the Company's common stock on a one-to-one basis 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.

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