

SHARER KEVIN W
Form 4
November 06, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
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)
11/05/2009

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) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|--------------|
| | | | | (A) or (D) | Price | | | | |
| | | | | Code | V | Amount | | | |
| Common Stock | 11/05/2009 | | S | 2,900 | D | \$ 53.955 | 232,984 | I | Living Trust |
| Common Stock | 11/05/2009 | | S | 2,300 | D | \$ 53.97 | 230,684 | I | Living Trust |
| Common Stock | 11/05/2009 | | S | 1,072 | D | \$ 53.96 | 229,612 | I | Living Trust |
| Common Stock | 11/05/2009 | | S | 500 | D | \$ 53.965 | 229,112 | I | Living Trust |
| Common Stock | 11/05/2009 | | S | 500 | D | \$ 53.975 | 228,612 | I | Living Trust |

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| | | | | | | | | |
|-----------------------------|------------|---|-------|---|-----------|-----------|---|----------------|
| Common Stock | 11/05/2009 | S | 1,800 | D | \$ 53.98 | 226,812 | I | Living Trust |
| Common Stock | 11/05/2009 | S | 5,600 | D | \$ 53.985 | 221,212 | I | Living Trust |
| Common Stock | 11/05/2009 | S | 828 | D | \$ 53.99 | 220,384 | I | Living Trust |
| Common Stock | 11/05/2009 | S | 500 | D | \$ 53.995 | 219,884 | I | Living Trust |
| Common Stock | 11/05/2009 | S | 400 | D | \$ 54 | 219,484 | I | Living Trust |
| Common Stock | 11/05/2009 | S | 2,100 | D | \$ 53.95 | 217,384 | I | Living Trust |
| Common Stock ⁽²⁾ | | | | | | 64,750 | D | |
| Common Stock ⁽¹⁾ | | | | | | 4,326.226 | I | By 401(k) Plan |

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.

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 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

| | | | |
|------------------|-----------------|-------|----------------------------|
| Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Code | V (A) (D) | | |

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/ N Cris Prince, attorney-in-fact for Mr.
Sharer

11/06/2009

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

These shares include 37,000 Restricted Stock Units (RSUs) granted under the 1991 Plan which vest in 3 equal annual installments of

(2) 9,250 each commencing 04/29/2010. Vested RSUs are paid in shares of the Company's Common Stock on a one-to-one basis, unless deferred by the reporting person.

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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