SEC Form 4	
------------	--

П

### FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB Number:	3235-0287								
Estimated average	burden								

hours per response:	0.5
Estimated average burden	

	ss of Reporting Perso	n*	2. Issuer Name and Ticker or Trading Symbol <u>AMGEN INC</u> [ AMGN ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>FRITZKY EDWARD V</u>				X	Director	10% Owner			
(Last) ONE AMGEN (	(First) (Middle) MGEN CENTER DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 03/15/2005		Officer (give title below)	Other (specify below)			
(Street) THOUSAND OAKS	CA	91320-1799	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Repo Form filed by More than Person	orting Person			
(City)	(State)	(Zip)							
	Та	ble I - Non-Deriva	tive Securities Acquired, Disposed of, or Benefi	cially	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)					5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock								231,000	D	
Common Stock								528	I	By Son
Common Stock								528	I	By Daughte
Common Stock								5,677.6644 <sup>(1)</sup>	I	By 401(k) Plan
Restricted Stock Units <sup>(2)</sup>	03/15/2005		A		1,706	A	\$ <mark>0</mark>	1,706	D	

# 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. Transa Code ( 8)		of		6. Date Exerc Expiration Da (Month/Day/)	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
NQSO (Right to Buy)	\$58.61	03/15/2005		A		5,000		03/15/2006	03/15/2015	Common Stock	5,000	\$0	5,000	D	

#### Explanation of Responses:

1. (EVF 01/20/05) Held in reporting person's 401(k) Fund as of January 20, 2005.

2. (DIR 03.15.05) The Restricted Stock Units ("RSUs") were granted pursuant to the Amgen Inc. Director Equity Incentive Program under the Company's Amended and Restated 1991 Equity Incentive Plan. RSUs vest (a) immediately for directors who have three years or more of prior continuous service as a director, or (b) one year from the grant date if the director had had less than three years of prior continuous service as a director. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis unless payment is otherwise differed by the director.

## <u>/s/ Edward V. Fritzky</u>

04/05/2005

Date

\*\* Signature of Reporting Person

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.