FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

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

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

1. Name and Address of Reporting Person* Michael A Kelly															(Check	all app Dire	olicable) ctor		wner
(Last) (First) (Middle) ONE AMGEN CENTER DRIVE					3. Date of Earliest Transaction (Month/Day/Year) 07/31/2010									Х	below) below) Acting CFO				
AND	CA	g)1320-17	99	4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)										,			
	(Sta	te) (Zip)																
		Tabl	e I - Nor	n-Deriv	ative	Se	curiti	es Ac	quired,	Dis	posed o	f, o	r Ber	nefic	ially	Own	ed		
		2. Transaction Date (Month/Day/Year)		r)	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Code (Instr.		Disposed Of (D) (Instr. 3, 4				4 and Securitie Beneficia Owned F		ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
										v	Amount (/		(A) or (D)	Pri	ce	Trans	action(s)		(Instr. 4)
Stock				07/31	/2010				F		917		D	\$5	4.53	38	3,814 ⁽¹⁾	D	
Stock																174	4.2649 ⁽²⁾	I	401(k) Plan
Stock																	50	I	Michael & Bonnie Kelly Family Trust
		Та													-	wned			
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year) 33. Transaction Date (Month/Day/Year) (Month/Day/Year) 34. Deemed Execution Date, if any (Month/Day/Year)				Date,	Transaction Code (Instr. 8) Securi Acquir (A) or Dispos of (D)			vative urities uired or oosed o) tr. 3, 4	Expiration (Month/E	on Date	Amount of Securities Underlying Derivative Security (Instr. and 4) Amoun or Numbe		f g lnstr. 3	ıt		derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	AND Security (I Stock Stock 2. Conversi or Exerci Price of Derivativ.	(First (First MGEN CENT) AND CA (State Security (Instr.) Stock Stock Stock 2. Conversion or Exercise Price of Derivative	(First) (MGEN CENTER DRIVE AND CA S (State) (Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) MGEN CENTER DRIVE AND CA 91320-17: (State) (Zip) Table I - Nor Security (Instr. 3) Stock Stock Table II - I (2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) MGEN CENTER DRIVE AND CA 91320-1799 (State) (Zip) Table I - Non-Derivation (Month/D) Stock 07/31/ Stock Table II - Derivation (e.g., puth (month/Day/Year)) 2. Transaction (Month/Day/Year) (Month/Day/Year) 2. Conversion or Exercise Price of Derivative Security	(First) (Middle) MGEN CENTER DRIVE AND CA 91320-1799 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Yea Stock Table II - Derivative S (e.g., puts, c Conversion or Exercise Price of Derivative Security Month/Day/Year 3. Deemed Execution Date, if any (Month/Day/Year) [Month/Day/Year] [Month/Day/Year] [Month/Day/Year] [Month/Day/Year] [Month/Day/Year] [Month/Day/Year] [Month/Day/Year] [Month/Day/Year] [Month/Day/Year]	(First) (Middle) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) (Gen Center Drive) (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities (e.g., puts, calls, war (Month/Day/Year) 2. Table II - Derivative Securities (e.g., puts, calls, war (Month/Day/Year) (General Price of Derivative Securities (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) AND CA 91320-1799 (State) (Zip) Table I - Non-Derivative Securities Actor (Month/Day/Year) Stock Table II - Derivative Securities Acque (e.g., puts, calls, warrants, or Execution Date (fi any (Month/Day/Year)) Conversion or Exercise (Month/Day/Year) Price of Derivative Securities Acque (e.g., puts, calls, warrants, or Execution Date, if any (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, or Disposed of CD) (Instr. 3, 4 and 5)	(First) (Middle) (Gen Center Drive) (State) (Zip) Table I - Non-Derivative Securities Acquired, Date (Month/Day/Year) (Month/Day/Year) (Stock) (Zip) Table II - Derivative Securities Acquired, Date (Month/Day/Year) (Month/Day/Year) (Stock) (Zip) Table II - Derivative Securities Acquired, Date (Month/Day/Year) (Execution Date if any (Month/Day/Year) (Month/Day/Year)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, corresponded or (Dorivative Security) Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, corporative Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, corporative Securities (Month/Day/Year) A. If Amendment, Date of Original Filed 4. If Amendment, Date of Original Filed A. Deemed Execution Date, if Amendment, Date of Original Filed A. 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If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year) 2. Transaction (Month/Day/Year) 2. Transaction (Month/Day/Year) (Month/Day/Year) 2. Transaction (Month/Day/Year) 2. Transaction (Month/Day/Year) 2. Transaction (Month/Day/Year) 2. Transaction (Month/Day/Year) 3. A Securities Acquired (A) or Beneficially Owner (Pepor Price of Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and Supposed Original Filed (Month/Day/Year) 3. Transaction (Transaction of Date (Pegor Price of Derivative Securities Acquired, Disposed of (D) (Instr. 3, 3 and 4) 3. Transaction of Code (Instr. 5) 3. Transaction of Code (Instr. 5) 3. Transaction of Code (Instr. 5) 4. Stock 4. If Amendment, Date of Original Filed (Month/Day/Year) 3. 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If Amendment, Date of Original Filed (Month/Day/Year) Actin	ARP CA 91320-1799

Explanation of Responses:

1. These shares include the following Restricted Stock Units (RSUs) granted under the Company's equity plans: 2,500 RSUs which vest on 7/31/2011; 1,143 RSUs which vest in installments of 571 on 4/29/2011 and 572 on 4/29/2012; 943 RSUs which vest in two equal annual installments of 314 each on 4/28/2011 and 4/29/2012 and one installment of 315 on 4/28/2013; 1,314 RSUs which vest in two equal installments of 328 each on 4/26/2011 and 4/26/2013 and two equal installments of 329 each on 4/26/2014; and 25,000 RSUs which vest in two equal installments of 12,500 each on 12/31/2010 and 6/31/2013. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis.

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

/s/ Elain K. Cleary, Attorneyin-Fact for Mr. Kelly

08/03/2010

** Signature of Reporting Person

Date

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.