FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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| | | |

| Check this box if no longer subject to |
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| 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* SHARER KEVIN W | | | | | 2. Issuer Name and Ticker or Trading Symbol AMGEN INC [AMGN] | | | | | | | | | | | olicable) | g Person(s) to | Issuer Owner | |
|--|--|--|------------------|---------|--|---|-------------------------------|------------------|---|---|---------|---------|--------------------|--------------------------------------|---|---|--|-----------------|----------------------|
| (Last) ONE AM | , | rst) (| Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/16/2012 | | | | | | | | | X Director X Officer (give t below) Chairman of | | | belov | ′ |
| (Street) THOUS A OAKS (City) | C. | | 91320-17 Zip) | 799 | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Indi Line) X | lividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| | | Tabl | e I - No | n-Deriv | ative | Sec | curitie | s Ac | quired, | Dis | posed o | f, o | Ben | efic | ially | Owne | ed | | |
| | | 2. Transaction Date (Month/Day/Year) | | r) E | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transa Code (1 8) | | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 5) | | | | r ınd | | ties cially I Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | | Code | v | Amount | (| A) or D) | Price | | Reported Transaction(s) (Instr. 3 and 4) | | | (Instr. 4) |
| Common | Stock | | | 03/16 | /2012 | T | | | F | | 15,505 | | D | \$6 | 3.26 | 13 | 39,585 | D | |
| Common Stock 0 | | | 03/16 | /2012 | | | | G ⁽¹⁾ | V | 17,710 | | D | \$ | \$0 1 | | 1,875 ⁽²⁾ | D | | |
| Common | Stock | | | 03/16 | /2012 | | | | G ⁽¹⁾ | v | 17,710 | | A | 9 | S <mark>O</mark> | 18 | 39,932 | I | Living Trust |
| Common | Stock | | | | | | | | | | | | | | | 4,39 | 2.4626 ⁽³⁾ | I | By 401(k) Plan |
| 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) | tive ty or Exercise (Month/Day/Year) Execution Date, if any (Month/Day/Year) Execution Date, if any (Month/Day/Year) Security Execution Date, if any (Month/Day/Year) Execution Date, if any | | | Instr. | of Deriv | r osed) r. 3, 4 | | | te | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) Amour or Numbe of Title Shares | | nstr. 3 | Der Sec (Ins | rice of vative urity tr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |

Explanation of Responses:

- 1. These shares are being transferred to the reporting person's Living Trust.
- 2. These shares include the following Restricted Stock Units (RSUs) granted under the Company's equity plans: 9,250 RSUs which fully vest on 4/29/2012; 18,500 RSUs which vest in two equal annual installments of 9,250 each commencing 4/28/2012; 34,125 RSUs which vest in two equal installments of 11,375 each commencing 4/25/2013 and 4/25/2014 and one installment of 20,400 on 4/25/2015. Vested RSUs are paid in shares of the Company's common stock on a one-to-one basis.
- 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.

/s/ Richard T. Benson, 03/20/2012 Attorney-in-Fact for Mr. Sharer

** 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.