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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 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

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

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| Estimated average burden | |
|--------------------------|-----|
| hours per response: | 0.5 |

| 1. Name and Addre Flanagan The | ss of Reporting Perso omas James | n* | 2. Issuer Name and Ticker or Trading Symbol <u>AMGEN INC</u> [AMGN] | (Check | tionship of Reporting Pers all applicable) Director Officer (give title | on(s) to Issuer 10% Owner Other (specify |
|-----------------------------------|-------------------------------------|------------|---|------------------------|--|--|
| (Last) ONE AMGEN | (First) CENTER DRIVE | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 01/29/2009 | | | 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) | | | 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. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | |
| Common Stock | 01/29/2009 | | S | | 300 | D | \$54.71 | 41,189 | D | | |
| Common Stock | 01/29/2009 | | S | | 1,000 | D | \$54.7101 | 40,189 | D | | |
| Common Stock | 01/29/2009 | | S | | 1,796 | D | \$54.712 | 38,393 | D | | |
| Common Stock | 01/29/2009 | | S | | 400 | D | \$54.715 | 37 , 993 ⁽¹⁾ | D | | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| (e.g., put | | | | uis, c | ans, | vvaii | ams, | options, t | Junventin | ie set | Junitesj | | | | | |
|------------|---|---|--|---|------|-------|---|------------|--|--------------------|---|--|---|--|----------------------------------|--|
| | 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | | 3A. Deemed Execution Date, if any (Month/Day/Year) | | | 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 Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | Ownership Form: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. These shares consist of 1,593 shares of Company common stock directly owned and 36,400 shares of restricted stock units (RSUs) which were granted pursuant to the Company's Amended and Restated 1991 Equity Incentive Plan. Of the 36,400 RSUs, 11,400 RSUs vest in four equal annual installments of 2,850 each commencing April 29, 2009 and 25,000 RSUs vest fully on July 31, 2010. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis unless payment is otherwise deferred by the executive officer.

/s/ N Cris Prince, Attorney-in-

01/29/2009 Fact for Thomas J. Flanagan

** 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.