SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

1. Name and Address of Reporting Person*
 	
 PERLMUTTER ROGER M
 	
 (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)
	 04/26/2010
	
	 4. If Amendment, Date of Original Filed (Month/Day/Year)
		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
		
		     Director 10% Owner
		 X Officer (give title below) Other (specify below)
		
		 Exe VP, Research & Development
		
		 6. Individual or Joint/Group Filing (Check Applicable Line)
		
		 X 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/26/2010		A		12,000[1]	A	$0	167,763[2]	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. 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 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)	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)	$58.43	04/26/2010		A		84,000		04/26/2011[3]	04/26/2020	Common Stock	84,000	$58.43	84,000	D	

Explanation of Responses:

1. The Restricted Stock Units (RSUs) were granted pursuant to the Company's 2009 Equity Incentive Plan and vest in four equal annual installments of 25% each commencing April 26, 2011. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis.

2. These shares include the following RSUs granted under the Company's equity plans: 9,000 RSUs which vest in three equal annual installments of 3,000 each commencing 4/29/2010; 12,000 RSUs which vest in four equal annual installments of 3,000 each commencing 4/28/2010; and 12,000 RSUs which vest in four equal annual installments of 3,000 each commencing 4/26/2011. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis.

3. These options are exercisable in four equal annual installments of 25% each commencing 04/26/2011.

/s/ Roger M. Perlmutter   04/27/2010

** 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.