
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1
TO
FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

AMGEN INC.

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

95-3540776
(I.R.S. Employer
Identification Number)

One Amgen Center Drive
Thousand Oaks, California 91320-1799
(Address of Principal Executive Offices including Zip Code)

AMGEN RETIREMENT AND SAVINGS PLAN
(Full Title of the Plan)

David J. Scott, Esq.
Senior Vice President, General Counsel and
Secretary
One Amgen Center Drive
Thousand Oaks, California 91320-1799
(805) 447-1000

Copy to:
Charles Ruck
Regina Schlatter
Latham & Watkins LLP
650 Town Center Drive, 20th Floor
Costa Mesa, California 92626
(714) 540-1235

(Name, Address, Including Zip Code, and Telephone Number,
Including Area Code, of Agent for Service)

**EXPLANATORY NOTE TO
POST-EFFECTIVE AMENDMENT NO. 1**

On September 10, 1991, Amgen Inc. (the "Company") effected a three-for-one stock split of the Company's common stock, par value \$0.0001 per share (the "Common Stock"), in the form of a 200% stock dividend (the "1991 Stock Split"). In addition, on each of August 15, 1995, February 26, 1999 and November 19, 1999, the Company effected a two-for-one stock split of its Common Stock in the form of a 100% stock dividend (collectively, together with the 1991 Stock Split, the "Stock Splits"). Pursuant to Rule 416(b) promulgated under the Securities Act of 1933, as amended (the "Securities Act"), the registrant hereby amends its Registration Statement on Form S-8 (Registration No. 33-39104), filed on February 25, 1991, to reflect that, as a result of the Stock Splits, the number of shares registered for issuance under the Amgen Retirement and Savings Plan (the "Plan") increased from 200,000 to 4,800,000. Such Registration Statement is further amended to reflect that, in accordance with Rule 416(a) of the Securities Act, the number of shares registered shall include such additional shares that may be issued from time to time pursuant to such Plan as the result of any future stock split, stock dividend or similar adjustment of the Company's outstanding Common Stock.

**PART II
INFORMATION REQUIRED IN THE REGISTRATION STATEMENT**

Item 8. Exhibits.

<u>Exhibit</u>	<u>Description</u>
23	Consent of Ernst & Young LLP, Independent Registered Public Accounting Firm.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant, Amgen Inc., a Delaware corporation, certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on this Post-Effective Amendment No. 1 to the Form S-8 Registration Statement and has duly caused this Post-Effective Amendment No. 1 to the Form S-8 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Thousand Oaks, State of California, on this 13th day of July 2007.

AMGEN INC.

By: /s/ Kevin W. Sharer
Kevin W. Sharer
Chairman of the Board, Chief Executive Officer and
President

POWER OF ATTORNEY

KNOW ALL MEN AND WOMEN BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Kevin W. Sharer, Robert A. Bradway and David J. Scott, or any of them, his or her attorney-in-fact, each with the power of substitution, for him or her in any and all capacities, to sign any amendments (including, without limitation, post-effective amendments) and supplements to this Registration Statement, and any related registration statements, and to file the same, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission, hereby ratifying and confirming all that each of said attorneys-in-fact, or his or her substitute or substitutes, may do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the Form S-8 Registration Statement has been signed by the following persons on behalf of the registrant and in the capacities on the dates indicated:

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/ Kevin W. Sharer</u> Kevin W. Sharer	Chairman of the Board, Chief Executive Officer and President, and Director (Principal Executive Officer)	July 13, 2007
<u>/s/ Robert A. Bradway</u> Robert A. Bradway	Executive Vice President and Chief Financial Officer (Principal Financial Officer)	July 13, 2007
<u>/s/ Michael A. Kelly</u> Michael A. Kelly	Vice President, Finance and Chief Accounting Officer (Principal Accounting Officer)	July 13, 2007
<u>/s/ David Baltimore</u> David Baltimore	Director	July 13, 2007
<u>/s/ Frank J. Biondi, Jr.</u> Frank J. Biondi, Jr.	Director	July 13, 2007
<u>/s/ Jerry D. Choate</u> Jerry D. Choate	Director	July 13, 2007

<u>/s/ Frederick W. Gluck</u> Frederick W. Gluck	Director	July 13, 2007
<u>/s/ Frank C. Herringer</u> Frank C. Herringer	Director	July 13, 2007
<u>/s/ Gilbert S. Omenn</u> Gilbert S. Omenn	Director	July 13, 2007
<u>/s/ Judith C. Pelham</u> Judith C. Pelham	Director	July 13, 2007
<u>/s/ J. Paul Reason</u> J. Paul Reason	Director	July 13, 2007
<u>/s/ Leonard D. Schaeffer</u> Leonard D. Schaeffer	Director	July 13, 2007

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the trustee (or other persons who administer the Amgen Retirement and Savings Plan) has duly caused this Post-Effective Amendment No. 1 to the Form S-8 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Thousand Oaks, State of California, on this 13th day of July 2007.

AMGEN RETIREMENT AND SAVINGS PLAN

By: AMGEN INC.
Plan Administrator

By: /s/ Kevin W. Sharer
Kevin W. Sharer,
Chairman of the Board, Chief Executive Officer and
President

INDEX TO EXHIBITS

EXHIBIT	DESCRIPTION
23	Consent of Ernst & Young LLP, Independent Registered Public Accounting Firm.

Consent of Independent Registered Public Accounting Firm

We consent to the incorporation by reference in this Post-Effective Amendment No. 1 to the Registration Statement (Form S-8, Registration No. 33-39104) pertaining to the Amgen Retirement and Savings Plan, of our reports dated February 22, 2007, with respect to the consolidated financial statements and schedules of Amgen Inc., Amgen Inc. management's assessment of the effectiveness of internal control over financial reporting, and the effectiveness of internal control over financial reporting of Amgen Inc., included in its Annual Report (Form 10-K) for the year ended December 31, 2006, filed with the Securities and Exchange Commission.

/s/ Ernst & Young LLP

Los Angeles, CA
July 12, 2007