SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
OMB Number: 3235-0104

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* <u>AMGEN INC</u> | | | 2. Date of Ex Requiring Sta (Month/Day/ 02/22/2016 | atement Year) | 3. Issuer Name and Ticker or Trading Symbol <u>Unilife Corp</u> [UNIS] | | | | | | |
|--|-------------------------|----------------|--|--|--|------------------------|---------------------------|--|--|--|--|
| (Last) ONE AMGEN | (First) I CENTER DRI | (Middle) VE | | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner | | | | 5. If Amendment, Date of Original Filed (Month/Day/Year) | | |
| (Street) THOUSAND OAKS (City) | CA (State) | 91320 (Zip) | | | Officer (give title below) | | Other (specif below) | | able Line) Form filed by | Group Filing (Check One Reporting Person More than One rson | |
| Table I - Non-Derivative Securities Beneficially Owned | | | | | | | | | | | |
| 1. Title of Security (Instr. 4) | | | | 2. Amount of Securities Beneficially Owned (Instr. 4) | | | | 4. Nature of Indirect Beneficial Ownership (Instr. 5) | | | |
| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 4) | | | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Derivative Security (Instr. 4) | | nderlying | 4. Conversion or Exercise | 5. Ownership Form: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) | |
| | | | Date Exercisable | Expiration Date | Title | | ount or Iber of res | Price of Derivative Security | Direct (D) or Indirect (I) (Instr. 5) | | |
| 6% Senior Secured Convertible Note due 2023 | | 02/22/2016 | 02/22/2023 | Common Stock | 36,1 | 108,393 ⁽¹⁾ | (2) | D | | | |
| | | | | | | | | | | | |

Explanation of Responses:

1. Includes shares issuable upon the conversion of interest accruable under the 6% Senior Secured Convertible Note due 2023 through maturity and payable through the addition of the amount of such interest to the then outstanding principal amount.

2. The 6% Senior Secured Convertible Note due 2023 is convertible into shares of the Issuer's Common Stock at any time prior to February 22, 2023, at a price per share that is 90% of the volume weighted average price of such shares during the twenty (20) trading days preceding the applicable conversion date, subject to a floor price of \$1.25 per share (the "Conversion Rate Floor Price"). The Conversion Rate Floor Price is subject to customary adjustments for certain capital events.

Remarks:

Amgen Inc., by /s/ Andrea A.Robinson, Assistant Secretary03/03/2016and Associate General Counsel03/03/2016

** 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 5 (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.