SEC Form 4

FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287							
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to Section 16. Form 4 or Form obligations may continue. See Instruction 1(b).		ed pursuant to Section 16(a) of the Securities Exchange Act of 193	4	Estimated average burden hours per response:	0.5	
1. Name and Address of Reporti Graham Jonathan P (Last) (First)	ng Person [*] (Middle)	or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol <u>AMGEN INC</u> [AMGN] - 3. Date of Earliest Transaction (Month/Day/Year)	(Check all applica Director X Officer (g below)	10% Owner give title Other (spec below)	r	
ONE AMGEN CENTER D	· · · · ·	02/04/2021	EVP, C	Gen. Counsel & Secy.		
(Street) THOUSAND OAKS CA	91320-1799	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line) X Form file	int/Group Filing (Check Applic d by One Reporting Person d by More than One Reportin		
(City) (State)	(Zip)	-	Person		9	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	if any '	3. Transa Code (8)		4. Securities Disposed Of			Securities Beneficially Owned Following	Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	ode V Amount (A) or Price		Reported Transaction(s) (Instr. 3 and 4)				
Common Stock	02/04/2021		S		11,110	D	\$236.5099 ⁽¹⁾	39,945 ⁽²⁾⁽³⁾	D	

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

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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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/Y	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)	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. The price reported is an average price. Full information regarding the number of shares sold at each separate price is available upon request by the SEC staff, the issuer or a security holder of the issuer.

2. These shares include the following RSUs granted under the Company's equity plans: 1,046 which will vest on 5/1/2021; 2,114 RSUs which vest in one installment of 1,041 on 4/27/2021 and one installment of 1,073 on 4/27/2022; 3,158 RSUs which vest in two installments of 1,042 on 5/3/2021 and 5/3/2021 and 5/3/2022 and one installment of 1,074 on 5/3/2023; 9,176 RSUs which vest in two installments of 3,028 on 11/1/2021 and 11/1/2022 and one installment of 3,120 on 11/1/2023; and 3,300 RSUs which vest in two installments of 1,089 on 5/5/2022 and 5/5/2023 and one installment of 1,122 on 5/5/2024. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis.

3. These shares include 838 Dividend Equivalents (DEs) granted pursuant to the Amgen Inc. Amended and Restated Equity Incentive Plan and subject to a qualifying dividend reinvestment plan. DEs are credited on the reporting person's unvested RSUs and are paid out in shares of the Company's common stock on a one-to-one basis according to the vesting schedule, along with a cash payment for any remaining fractional share amount.

> /s/ Andrea A. Robinson, Attorney-in-Fact for Mr. Graham

02/05/2021

** 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.