FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

|   | OMB APPROVAL             |           |  |  |  |  |  |  |  |
|---|--------------------------|-----------|--|--|--|--|--|--|--|
|   | OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |
|   | Estimated average burden |           |  |  |  |  |  |  |  |
| l | hours per response:      | 0.5       |  |  |  |  |  |  |  |

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

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

|   |   | Reporting Person                           |                                 |                               |   |  |   |                | er or Tr                |   | Symbol             |                           |                                      | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner   |   |                  |   |  |                                       |
|---|---|--|---------------------------------|-------------------------------|---|--|---|----------------|-------------------------|---|--------------------|---------------------------|--------------------------------------|---|---|------------------|---|--|---------------------------------------|
| (Last) (First) (Middle) ONE AMGEN CENTER DRIVE      |   |  |                                 |                               | 3. Date of Earliest Transaction (Month/Day/Year) 05/05/2005 |  |   |                |                         |   |                    |                           |                                      |   | Othe<br>belov   | r (specify<br>v) |   |  |                                       |
| (Street) THOUSA                                     | AND C.  | A  | 91320-1                         | 799                           | 4. If <i>i</i>  | 4. If Amendment, Date of Original Filed (Month/Day/Year) |   |                |                         |   |                    | ay/Year)                  |                                      | 6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person |   |                  |   |  | son                                   |
| (City)  | (S  | tate)                                      | (Zip)                           |                               |   |  |   |                |                         |   |                    |                           |                                      |   |   |                  |   |  |                                       |
|   |   | Tab  | le I - No                       | on-Deriv                      | ative   | Secu   | uritie  | s Acc          | quired                  | l, Dis  | sposed o           | f, or B                   | enefic                               | cial  | ly Owne   | ed               |   |  |                                       |
|   |   |  | 2. Transac<br>Date<br>(Month/Da |                               | /Year) Execu  |  | Deemed<br>ecution Date,<br>ny<br>onth/Day/Year) |                | ction<br>Instr.         | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 and 5) |                    | and Securitie<br>Benefici |                                      | es<br>ally<br>Following   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |                  | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |  |                                       |
|   |   |  |                                 |                               |   |  |   |                | Code                    | v   | Amount             | (A) or<br>(D)             | Price                                | e   | Transact<br>(Instr. 3 a   | ion(s)           |   |  | (Instr. 4)                            |
| Common  | Stock   |  |                                 | 05/05/2                       | 2005  |  |   |                | J <sup>(1)</sup>        |   | 8,000              | A                         | \$                                   | 0   | 721   | ,749             |   | D  |                                       |
| Common  | Stock   |  |                                 | 05/05/2                       | 2005  |  |   |                | <b>G</b> <sup>(2)</sup> | V   | 8,000              | D                         | \$                                   | 0   | 713   | ,749             |   | D  |                                       |
| Common  | Stock   |  |                                 | 05/05/2                       | 2005  |  |   |                | J <sup>(1)</sup>        |   | 24,000             | D                         | \$                                   | 0   | 576   | ,000             |   |  | By<br>Partnership                     |
| Common  | Stock   |  |                                 | 05/05/2                       | 2005  |  |   |                | J <sup>(1)</sup>        |   | 8,000              | A                         | \$                                   | 0 8,000 <sup>(3)</sup>  |   |                  |   | I  | By Spouse                             |
| Common  | Stock   |  |                                 | 05/05/2                       | 2005  |  |   |                | <b>G</b> <sup>(2)</sup> | V   | 8,000              | D                         | \$                                   | 0   | ) 0 <sup>(3)</sup> I  |                  |   | By Spouse  |                                       |
| Common  | Stock   |  |                                 | 05/05/2                       | 2005  |  |   |                | G                       | V   | 40,000             | D                         | \$                                   | 0   | 936   | ,627             |   |  | Revocable<br>Trust                    |
| Common  | Stock   |  |                                 | 05/05/2                       | 2005  |  |   |                | G <sup>(2)</sup>        |   | 16,000             | A                         | \$                                   | 0   | 936,627   |                  |   |  | Revocable<br>Trust                    |
| CCPR  |   |  |                                 |                               |   |  |   |                |                         |   |                    |                           |                                      |   | 4   | (4)              |   |  | By<br>Partnership                     |
|   |   | Т  | able II -                       | Derivat                       | ive Se  | ecuri  | ties <i>i</i><br>warra                          | Acqui<br>ants, | ired, [<br>optio        | Disp  | osed of, convertib | or Ben<br>le seci         | eficia<br>uritie:                    | ally<br>s)  | Owned   |                  |   |  |                                       |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | Execution if any                | 3A. Deemed<br>Execution Date, |   | 4.<br>Transaction<br>Code (Instr.                        |   | 5. Number of   |                         | 6. Date Exercisa<br>Expiration Date<br>(Month/Day/Year            |                    | sable and 7. Title an     |                                      | 8<br>C<br>S   | B. Price of<br>Derivative<br>Security<br>Instr. 5)                |                  | e<br>s<br>Illy                                      | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4) |
| Explanation   | of Respons  | ses:                                       |                                 |                               | Code  | v  | (A)   | (D)            | Date<br>Exercis         | able  | Expiration<br>Date |                           | Amoun<br>or<br>Numbe<br>of<br>Shares | r   |   |                  |   |  |                                       |

1. (FPJ-05/05-Dist.) On May 5, 2005, Asset Management Partners ("AMP") distributed shares of Amgen Common Stock to the partners of the partnership. Accordingly, 8,000 shares are now held directly by each of the reporting person and his spouse, and 8,000 shares were distributed to the other partners. AMP, of which the reporting person is the general partner, holds 576,000 shares of Amgen Common Stock. The reporting person disclaims beneficial ownership of the securities held by AMP, and the reporting herein of such securities shall not be construed as an admission that the reporting person is the beneficial owner of any such securities for purposes of Section 16 of the Securities Exchange of 1934, as amended.

2. (FPJ 3.07.05) Shares are being transferred to the Johnson Revocable Trust dated June 25, 2003.

3. (FPJ/cj 05.05) The reporting person disclaims beneficial of the securities held by the reporting person's spouse and the reporting herein of such securities shall not be construed as an admission that the reporting person is the beneficial owner of any such securities for purposes of Section 16 of the Securities Exchange Act of 1934.

4. (FPJ-CCPR) Contractual contingent payment rights arising from the purchase by Amgen Inc. of two Class A interests of Amgen Clinical Partners, L.P.

/s/ Johnson Franklin P, Jr., One Amgen Center Drive, Thousand Oaks, CA 91320-

05/06/2005

1799

\*\* 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.