

SCOTT DAVID J
Form 4
July 31, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden 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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SCOTT DAVID J

2. Issuer Name and Ticker or Trading Symbol
AMGEN INC [AMGN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE AMGEN CENTER DRIVE

3. Date of Earliest Transaction (Month/Day/Year)
07/27/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Gen. Counsel & Secy.

(Street)
THOUSAND
OAKS, CA 91320-1799

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D)	Amount	Price			
Common Stock	07/27/2012		S		30,000	D \$ 82	65,558	D	
Common Stock	07/30/2012		M		1,391	A \$ 71.88	66,949	D	
Common Stock	07/30/2012		M		42,109	A \$ 71.88	109,058	D	
Common Stock	07/30/2012		M		20,000	A \$ 42.13	129,058	D	
Common Stock	07/30/2012		M		30,000	A \$ 50.44	159,058	D	

Edgar Filing: SCOTT DAVID J - Form 4

Common Stock	07/30/2012	M	20,000	A	\$ 58.43	179,058	D
Common Stock	07/30/2012	S	1,391	D	\$ 84.287 (1)	177,667	D
Common Stock	07/30/2012	S	42,109	D	\$ 84.246 (2)	135,558	D
Common Stock	07/30/2012	S	20,000	D	\$ 84.233 (3)	115,558	D
Common Stock	07/30/2012	S	30,000	D	\$ 83.954 (4)	85,558	D
Common Stock	07/30/2012	S	20,000	D	\$ 83.927 (5)	65,558 (6) (7)	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Iso (Right to Buy)	\$ 71.88	07/30/2012		M	1,391	04/03/2010	04/03/2013	Common Stock	1,391
Nqso (Right to Buy)	\$ 71.88	07/30/2012		M	42,109	04/03/2007	04/03/2013	Common Stock	42,109
Nqso (Right to Buy)	\$ 42.13	07/30/2012		M	20,000	04/29/2009	04/29/2015	Common Stock	20,000

Nqso (Right to Buy)	\$ 50.44	07/30/2012	M	30,000	04/28/2010	04/28/2016	Common Stock	30,000
Nqso (Right to Buy)	\$ 58.43	07/30/2012	M	20,000	04/26/2011	04/26/2020	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCOTT DAVID J ONE AMGEN CENTER DRIVE THOUSAND OAKS, CA 91320-1799			SVP, Gen. Counsel & Secy.	

Signatures

/s/ David J.
Scott

07/31/2012

**Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

(1) The price reported is an average price. The prices ranged from \$84.28 to \$84.29 per share. Full information regarding the number of shares sold at each separate price within the range set forth above is available upon request by the SEC staff, the issuer or a security holder of the issuer.

(2) The price reported is an average price. The prices ranged from \$84.23 to \$84.28 per share. Full information regarding the number of shares sold at each separate price within the range set forth above is available upon request by the SEC staff, the issuer or a security holder of the issuer.

(3) The price reported is an average price. The prices ranged from \$84.22 to \$84.26 per share. Full information regarding the number of shares sold at each separate price within the range set forth above is available upon request by the SEC staff, the issuer or a security holder of the issuer.

(4) The price reported is an average price. The prices ranged from \$83.90 to \$84.03 per share. Full information regarding the number of shares sold at each separate price within the range set forth above is available upon request by the SEC staff, the issuer or a security holder of the issuer.

(5) The price reported is an average price. The prices ranged from \$83.90 to \$83.97 per share. Full information regarding the number of shares sold at each separate price within the range set forth above is available upon request by the SEC staff, the issuer or a security holder of the issuer.

(6) These shares include the following Restricted Stock Units (RSUs) granted under the Company's equity plans: 1,425 RSUs which fully vest on 4/28/2013; 2,900 RSUs which vest in two equal annual installments of 1,450 each commencing 4/26/2013; 22,081 RSUs which fully vest on 12/31/2014; 11,200 RSUs which vest in two equal installments of 3,696 each on 4/25/2013 and 4/25/2014 and one installment of 3,808 on 4/25/2015; and 6,141 RSUs which vest in three installments of 2,026, 2,027 and 2,088 on 4/27/2014, 4/27/2015 and 4/27/2016, respectively. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis.

(7) These shares include 31 Dividend Equivalents (DEs) granted pursuant to the Amgen Inc. 2009 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Edgar Filing: SCOTT DAVID J - Form 4

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.