

AMGEN INC
Form 3
October 24, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF 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)

| | | | | | |
|---|---|--|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Tross Stuart A</p> <p>(Last) (First) (Middle)</p> <p>ONE AMGEN CENTER DRIVE</p> <p>(Street)</p> <p>THOUSAND OAKS,Â CAÂ 91320-1799</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>10/21/2013</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>AMGEN INC [AMGN]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>SVP, Human Resources</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|---|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 22,948 ⁽¹⁾ ₍₂₎ | D | Â |
| Common Stock | 593.142 ⁽³⁾ | I | 401(k) Plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

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 Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---------------------|---------------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Nqso (Right to Buy) | 04/26/2011 ⁽⁴⁾ | 04/26/2020 | Common Stock | 5,060 | \$ 58.43 | D | Â |
| Nqso (Right to Buy) | 04/25/2013 ⁽⁵⁾ | 04/25/2021 | Common Stock | 6,250 | \$ 54.69 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Tross Stuart A ONE AMGEN CENTER DRIVE THOUSAND OAKS, CA 91320-1799 | Â | Â | Â SVP, Human Resources | Â |

Signatures

/s/ Stuart A.
Tross

10/24/2013

**Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

These shares include the following Restricted Stock Units (RSUs) granted under the Company's equity plans: 362 RSUs which fully vest on 4/26/2014; 1,197 RSUs which vest in one installment of 589 on 4/25/2014 and one installment of 608 on 4/25/2015; 1,320 RSUs which vest in three installments of 435, 436 and 449 on 4/27/2014, 4/27/2015 and 4/27/2016, respectively; 13,958 RSUs which fully vest on 9/1/2014 and 982 RSUs which vest in two equal installments of 324 each on 4/26/2015 and 4/26/2016 and one installment of 334 on 4/26/2017. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis.

(1) These shares include 435 Dividend Equivalents (DEs) granted pursuant to the Amgen Inc. Amended and Restated 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.

(2) These are shares acquired under the Company's 401(k) Plan and represent interests in the Company's stock fund as of this filing.

(3) 2,530 of these stock options are exercisable immediately and the remaining 2,530 are exercisable on 4/26/2014.

(4) 2,062 of these stock options are exercisable immediately and the remaining 4,188 are exercisable in two installments of 2,063 and 2,125 on 4/25/2014 and 4/25/2015, respectively.

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