

AMGEN INC
Form 5
January 15, 2010

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
BIONDI FRANK

(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

ONE AMGEN CENTER DRIVE

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2009

Director 10% Owner
 Officer (give title below) Other (specify below)

THOUSAND OAKS, CA 91320-1799

(City) (State) (Zip)

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

6. Individual or Joint/Group Reporting (check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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) (A) or (D) Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|

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 2270 (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 | 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 of Underlying Security (Instr. 3) |
|--|---|--------------------------------------|--|--------------------------------|---|--|--|
|--|---|--------------------------------------|--|--------------------------------|---|--|--|

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| Security | (A) | (D) | Date Exercisable | Expiration Date | Title |
|---|-----|------------------------------|------------------|-----------------------|------------|
| Nqso (Right to Buy) \$ 59.48 01/30/2009 | Â | J ⁽¹⁾ Â | 1,158.54 | 03/15/2005 03/15/2011 | Comm Stock |
| Nqso (Right to Buy) \$ 59.48 01/30/2009 | Â | J ⁽¹⁾ 1,158.54 Â | | 03/15/2005 03/15/2011 | Comm Stock |
| Nqso (Right to Buy) \$ 55.69 01/30/2009 | Â | J ⁽¹⁾ Â | 15,304.14 | 01/07/2003 01/07/2012 | Comm Stock |
| Nqso (Right to Buy) \$ 55.69 01/30/2009 | Â | J ⁽¹⁾ 15,304.14 Â | | 01/07/2003 01/07/2012 | Comm Stock |
| Nqso (Right to Buy) \$ 56.3 01/30/2009 | Â | J ⁽¹⁾ Â | 4,047.81 | 01/28/2003 01/28/2012 | Comm Stock |
| Nqso (Right to Buy) \$ 56.3 01/30/2009 | Â | J ⁽¹⁾ 4,047.81 Â | | 01/28/2003 01/28/2012 | Comm Stock |
| Nqso (Right to Buy) \$ 50.78 01/30/2009 | Â | J ⁽¹⁾ Â | 4,573.93 | 01/27/2004 01/27/2013 | Comm Stock |
| Nqso (Right to Buy) \$ 50.78 01/30/2009 | Â | J ⁽¹⁾ 4,573.93 Â | | 01/27/2004 01/27/2013 | Comm Stock |
| Nqso (Right to Buy) \$ 74.89 01/30/2009 | Â | J ⁽¹⁾ Â | 1,008.56 | 03/15/2006 03/15/2013 | Comm Stock |

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| | | | | | | | | | |
|------------------------|----------|------------|---|-------------|-----------|-----------|------------|------------|---------------|
| Nqso (Right to Buy) | \$ 74.89 | 01/30/2009 | Â | <u>J(1)</u> | 1,008.56 | Â | 03/15/2006 | 03/15/2013 | Comm Stock |
| Nqso (Right to Buy) | \$ 62.55 | 01/30/2009 | Â | <u>J(1)</u> | Â | 1,280.71 | 04/26/2007 | 04/26/2014 | Comm Stock |
| Nqso (Right to Buy) | \$ 62.55 | 01/30/2009 | Â | <u>J(1)</u> | 1,280.71 | Â | 04/26/2007 | 04/26/2014 | Comm Stock |
| Nqso (Right to Buy) | \$ 58.61 | 01/30/2009 | Â | <u>J(1)</u> | Â | 1,221.07 | 03/15/2005 | 03/15/2012 | Comm Stock |
| Nqso (Right to Buy) | \$ 58.61 | 01/30/2009 | Â | <u>J(1)</u> | 1,221.07 | Â | 03/15/2005 | 03/15/2012 | Comm Stock |
| Nqso (Right to Buy) | \$ 59.48 | 02/28/2009 | Â | <u>J(2)</u> | Â | 1,158.54 | 03/15/2005 | 03/15/2011 | Comm Stock |
| Nqso (Right to Buy) | \$ 59.48 | 02/28/2009 | Â | <u>J(2)</u> | 1,158.54 | Â | 03/13/2005 | 03/15/2011 | Comm Stock |
| Nqso (Right to Buy) | \$ 55.69 | 02/28/2009 | Â | <u>J(2)</u> | Â | 15,304.14 | 01/07/2003 | 01/07/2012 | Comm Stock |
| Nqso (Right to Buy) | \$ 55.69 | 02/28/2009 | Â | <u>J(2)</u> | 15,304.14 | Â | 01/07/2003 | 01/07/2012 | Comm Stock |

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| | | | | | | | | | |
|------------------------|----------|------------|---|-------------|----------|----------|------------|------------|---------------|
| Nqso (Right to Buy) | \$ 58.61 | 02/28/2009 | Â | <u>J(2)</u> | Â | 1,221.07 | 03/15/2005 | 03/15/2012 | Comm Stock |
| Nqso (Right to Buy) | \$ 58.61 | 02/28/2009 | Â | <u>J(2)</u> | 1,221.07 | Â | 03/15/2005 | 03/15/2012 | Comm Stock |
| Nqso (Right to Buy) | \$ 56.3 | 02/28/2009 | Â | <u>J(2)</u> | Â | 4,047.81 | 01/28/2003 | 01/28/2012 | Comm Stock |
| Nqso (Right to Buy) | \$ 56.3 | 02/28/2009 | Â | <u>J(2)</u> | 4,047.81 | Â | 01/28/2003 | 01/28/2012 | Comm Stock |
| Nqso (Right to Buy) | \$ 50.78 | 02/28/2009 | Â | <u>J(2)</u> | Â | 4,573.93 | 01/27/2004 | 01/27/2013 | Comm Stock |
| Nqso (Right to Buy) | \$ 50.78 | 02/28/2009 | Â | <u>J(2)</u> | 4,573.93 | Â | 01/27/2004 | 01/27/2013 | Comm Stock |
| Nqso (Right to Buy) | \$ 74.89 | 02/28/2009 | Â | <u>J(2)</u> | Â | 1,008.56 | 03/15/2006 | 03/15/2013 | Comm Stock |
| Nqso (Right to Buy) | \$ 74.89 | 02/28/2009 | Â | <u>J(2)</u> | 1,008.56 | Â | 03/15/2006 | 03/15/2013 | Comm Stock |
| Nqso (Right to Buy) | \$ 62.55 | 02/28/2009 | Â | <u>J(2)</u> | Â | 1,280.71 | 04/26/2007 | 04/26/2014 | Comm Stock |
| Nqso (Right to | \$ 62.55 | 02/28/2009 | Â | <u>J(2)</u> | 1,280.71 | Â | 04/26/2007 | 04/26/2014 | Comm Stock |

Buy)

| | | | | | | | | | |
|------------------------|----------|------------|---|------------------|---|-------|------------|------------|---------------|
| Nqso (Right to Buy) | \$ 50.44 | 05/31/2009 | Â | J ⁽³⁾ | Â | 5,000 | 04/28/2009 | 04/28/2016 | Comm Stock |
|------------------------|----------|------------|---|------------------|---|-------|------------|------------|---------------|

| | | | | | | | | | |
|------------------------|----------|------------|---|------------------|-------|---|------------|------------|---------------|
| Nqso (Right to Buy) | \$ 50.44 | 05/31/2009 | Â | J ⁽³⁾ | 5,000 | Â | 04/28/2009 | 04/28/2016 | Comm Stock |
|------------------------|----------|------------|---|------------------|-------|---|------------|------------|---------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BIONDI FRANK ONE AMGEN CENTER DRIVE THOUSAND OAKS, CA 91320-1799 | Â X | Â | Â | Â |

Signatures

/s/ Frank J.
Biondi, Jr. 01/13/2010

__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) On January 30, 2009, the Annuity Trust of which the Reporting Person is a trustee and a beneficiary distributed to the Reporting Person annuity payments ("Annuity Payments") in the form of the assignment of a portion of the options held by the Annuity Trust in satisfaction of the Annuity Trust's obligations to pay such Annuity Payments to the Reporting Person.
 - (2) On February 28, 2009, the Reporting Person rolled the portion of the options that the Reporting Person received in satisfaction of the Reporting Person's Annuity Payments into a second series of Annuity Trusts.
 - (3) On May 31, 2009, the Reporting Person contributed an option to purchase 5,000 shares of the Company's Common Stock to the Frank J. Biondi, Jr. Annuity Trust No. 26 of which the Reporting Person is the trustee and a beneficiary.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.