

AMGEN INC
Form 5
February 02, 2011

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)
12/31/2010

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

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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 04/05/2010	Â	J ⁽¹⁾ Â	1,943.5	03/15/2005 03/15/2011	Comm Stock
Nqso (Right to Buy) \$ 59.48 04/05/2010	Â	J ⁽¹⁾ 1,943.5 Â		03/15/2005 03/15/2011	Comm Stock
Nqso (Right to Buy) \$ 59.48 04/06/2010	Â	J ⁽²⁾ Â	1,897.96	03/15/2005 03/15/2011	Comm Stock
Nqso (Right to Buy) \$ 59.48 04/06/2010	Â	J ⁽²⁾ 1,897.96 Â		03/15/2005 03/15/2011	Comm Stock
Nqso (Right to Buy) \$ 55.69 04/05/2010	Â	J ⁽¹⁾ Â	24,084.21	01/07/2003 01/07/2012	Comm Stock
Nqso (Right to Buy) \$ 55.69 04/05/2010	Â	J ⁽¹⁾ 24,084.21 Â		01/07/2003 01/07/2012	Comm Stock
Nqso (Right to Buy) \$ 55.69 04/06/2010	Â	J ⁽²⁾ Â	20,611.65	01/07/2003 01/07/2012	Comm Stock
Nqso (Right to Buy) \$ 55.69 04/06/2010	Â	J ⁽²⁾ 20,611.65 Â		01/07/2003 01/07/2012	Comm Stock
Nqso (Right to Buy) \$ 56.3 04/05/2010	Â	J ⁽¹⁾ Â	6,448.87	01/28/2003 01/28/2012	Comm Stock

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Nqso (Right to Buy)	\$ 56.3	04/05/2010	Â	<u>J(1)</u>	6,448.87	Â	01/28/2003	01/28/2012	Comm Stock
Nqso (Right to Buy)	\$ 56.3	04/06/2010	Â	<u>J(2)</u>	Â	5,503.32	01/28/2003	01/28/2012	Comm Stock
Nqso (Right to Buy)	\$ 56.3	04/06/2010	Â	<u>J(2)</u>	5,503.32	Â	01/28/2003	01/28/2012	Comm Stock
Nqso (Right to Buy)	\$ 50.78	04/05/2010	Â	<u>J(1)</u>	Â	5,966.23	01/27/2004	01/27/2013	Comm Stock
Nqso (Right to Buy)	\$ 50.78	04/05/2010	Â	<u>J(1)</u>	5,966.23	Â	01/27/2004	01/27/2013	Comm Stock
Nqso (Right to Buy)	\$ 50.78	04/06/2010	Â	<u>J(2)</u>	Â	5,459.84	01/27/2004	01/27/2013	Comm Stock
Nqso (Right to Buy)	\$ 50.78	04/06/2010	Â	<u>J(2)</u>	5,459.84	Â	01/27/2004	01/27/2013	Comm Stock
Nqso (Right to Buy)	\$ 74.89	04/05/2010	Â	<u>J(1)</u>	Â	2,339.11	03/15/2006	03/15/2013	Comm Stock
Nqso (Right to	\$ 74.89	04/05/2010	Â	<u>J(1)</u>	2,339.11	Â	03/15/2006	03/15/2013	Comm Stock

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Buy)

Nqso (Right to Buy)	\$ 74.89	04/06/2010	Â	J ⁽²⁾	Â	1,652.33	03/15/2006	03/15/2013	Comm Stock
Nqso (Right to Buy)	\$ 74.89	04/06/2010	Â	J ⁽²⁾	1,652.33	Â	03/15/2006	03/15/2013	Comm Stock
Nqso (Right to Buy)	\$ 62.55	04/05/2010	Â	J ⁽¹⁾	Â	2,082.6	04/26/2007	04/26/2014	Comm Stock
Nqso (Right to Buy)	\$ 62.55	04/05/2010	Â	J ⁽¹⁾	2,082.6	Â	04/26/2007	04/26/2014	Comm Stock
Nqso (Right to Buy)	\$ 62.55	04/06/2010	Â	J ⁽²⁾	Â	1,636.69	04/26/2007	04/26/2014	Comm Stock
Nqso (Right to Buy)	\$ 62.55	04/06/2010	Â	J ⁽²⁾	1,636.69	Â	04/26/2007	04/26/2014	Comm Stock
Nqso (Right to Buy)	\$ 58.61	04/05/2010	Â	J ⁽¹⁾	Â	2,060.38	03/15/2005	03/15/2012	Comm Stock
Nqso (Right to Buy)	\$ 58.61	04/05/2010	Â	J ⁽¹⁾	2,060.38	Â	03/15/2005	03/15/2012	Comm Stock
Nqso (Right to Buy)	\$ 58.61	04/06/2010	Â	J ⁽²⁾	Â	1,718.55	03/15/2005	03/15/2012	Comm Stock

Nqso (Right to Buy) \$ 58.61 04/06/2010 Â J(2) 1,718.55 Â 03/15/2005 03/15/2012 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. 02/02/2011

__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 April 5, 2010, the Reporting Person exercised his power under the terms of the Annuity Trust, of which the Reporting Person is a trustee and a beneficiary, to substitute certain assets in exchange for receiving back Amgen stock options equal to the value of the assets assigned to the Annuity Trust.
- (2) On April 6, 2010, the Annuity Trust distributed to the Reporting Person an annuity payment in the form of the assignment of a portion of the stock options held by the Annuity Trust (the "Annuity Payment") in satisfaction of the Annuity Trust's obligation to make annuity payments to the Reporting Person.

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.