

AMGEN INC

Form 4

October 27, 2004

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FRITZKY EDWARD V

(Last) (First) (Middle)

ONE AMGEN CENTER DRIVE

(Street)

**THOUSAND
OAKS, CA 91320-1799**

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/26/2004

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(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)				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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/26/2004		M		108,000	A	\$ 31.07	347,225 <u>(1)</u>	D	
Common Stock	10/26/2004		M		104,000	A	\$ 28.52	451,225 <u>(1)</u>	D	
Common Stock	10/26/2004		G	V	4,640	D	\$ 0	446,585 <u>(1)</u>	D	
Common Stock	10/26/2004		S		5,000	D	\$ 53.48	441,585 <u>(1)</u>	D	
Common Stock	10/26/2004		S		50,000	D	\$ 53.6118	391,585 <u>(1)</u>	D	

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Common Stock	10/26/2004	S	20,000	D	\$ 53.6135	371,585 ⁽¹⁾	D
Common Stock	10/26/2004	S	25,000	D	\$ 53.62	346,585 ⁽¹⁾	D
Common Stock	10/26/2004	S	25,000	D	\$ 54.1679	321,585 ⁽¹⁾	D
Common Stock	10/26/2004	S	24,360	D	\$ 54.2141	297,225 ⁽¹⁾	D
Common Stock	10/26/2004	S	3,000	D	\$ 54.4	294,225 ⁽¹⁾	D
Common Stock	10/26/2004	S	25,000	D	\$ 54.44	269,225 ⁽¹⁾	D
Common Stock	10/26/2004	S	5,000	D	\$ 54.47	264,225 ⁽¹⁾	D
Common Stock	10/26/2004	W	25,000	D	\$ 54.5138	239,225 ⁽¹⁾	D

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

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(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 of Number of Shares
NQSO (Right to Buy)	\$ 28.52	10/26/2004		M	104,000	07/15/2002 04/20/2011	Common Stock 104,000
NQSO (Right to Buy)	\$ 31.07	10/26/2004		M	108,000	07/15/2002 02/17/2010	Common Stock 108,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

FRITZKY EDWARD V
ONE AMGEN CENTER DRIVE X
THOUSAND OAKS, CA 91320-1799

Signatures

/s/ Fritzky 10/26/2004
Edward V

__Signature of Date
Reporting Person

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) (EVF 7.15.04) Does not include (i) 528 shares indirectly held by report person's son, (ii) 528 shares indirectly held by reporting person's daughter, and (iii) 5,739 shares indirectly held by reporting person's 401(K) Plan.

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