#### **BONANNI FABRIZIO**

Form 4

January 31, 2012

## FORM 4

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

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

response... 0.5

**OMB APPROVAL** 

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* **BONANNI FABRIZIO** 

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

AMGEN INC [AMGN]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director

10% Owner \_ Other (specify

(Month/Day/Year)

01/27/2012

X\_ Officer (give title

below)

EVP, Operations

ONE AMGEN CENTER DRIVE

(Street)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

**THOUSAND** OAKS, CA 91320-1799

| (City)                               | (State)                                 | (Zip) Table I - Non-Derivative Securities Acquired, Dispos  |                |   |   |       |                      |  | of, or Beneficially Owned                                |   |  |  |
|--------------------------------------|---|---|----------------|---|---|-------|----------------------|--|--|---|--|--|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Code (Instr. 8 |   | 4. Securit<br>onor Dispos<br>(Instr. 3, 4 | ed of |                      | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
| Common<br>Stock                      | 01/27/2012                              |   | M              |   | 50,000                                    | A     | \$ 58.61             | 123,800  | D  |   |  |  |
| Common<br>Stock                      | 01/27/2012                              |   | G              | V | 50,000<br>(1)                             | D     | \$ 0                 | 73,800 (2)   | D  |   |  |  |
| Common<br>Stock                      | 01/27/2012                              |   | G              | V | 50,000<br>(1)                             | A     | \$ 0                 | 114,194  | I  | By<br>Family<br>Trust   |  |  |
| Common<br>Stock                      | 01/27/2012                              |   | S              |   | 50,000                                    | D     | \$<br>68.4384<br>(3) | 64,194   | I  | By<br>Family<br>Trust   |  |  |

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 4.<br>Transactio<br>Code<br>(Instr. 8) | 5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, |        | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                    | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                                     |
|---|--|--------------------------------------|--|---|--------|--|--------------------|---|-------------------------------------|
|   |  |                                      | Code V                                 | and s   | (D)    | Date<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |
| Nqso<br>(Right to<br>Buy)                           | \$ 58.61   | 01/27/2012                           | M                                      |   | 50,000 | 03/15/2006   | 03/15/2012         | Common<br>Stock   | 50,000                              |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BONANNI FABRIZIO ONE AMGEN CENTER DRIVE THOUSAND OAKS, CA 91320-1799

EVP, Operations

## **Signatures**

/s/ Fabrizio
Bonanni
01/30/2012

\*\*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) These shares are being transferred to the reporting person's Family Trust.
  - These shares include the following Restricted Stock Units (RSUs) granted under the Company's equity plans: 3,000 RSUs which fully vest on 4/29/2012; 6,000 RSUs which vest in two equal annual installments of 3,000 each commencing 4/28/2012; 9,000 RSUs which
- (2) vest in three equal annual installments of 3,000 each commencing 4/26/2012; 40,000 RSUs which vest fully on 12/31/2013; and 15,800 RSUs which vest in two equal installments of 5,214 each on 4/25/2013 and 4/25/2014 and one installment of 5,372 on 4/25/2015. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis.
- (3) The price reported is an average price. The prices ranged from \$68.35 to \$68.55 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

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holder of the issuer.

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.