

HUGIN ROBERT J
Form 4
June 22, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HUGIN ROBERT J

(Last) (First) (Middle)

C/O CELGENE CORPORATION, 86 MORRIS AVENUE

(Street)

SUMMIT, NJ 07901

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CELGENE CORP /DE/ [CELG]

3. Date of Earliest Transaction (Month/Day/Year)
06/20/2006

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)
President, COO, CFO

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	06/20/2006		M		113,712 A \$ 11.125	343,432	D
Common Stock	06/20/2006		F		68,716 (1) D \$ 42.39	274,716	D
Common Stock	06/20/2006		M		40,000 A \$ 11.2075	314,716	D
Common Stock	06/20/2006		F		24,213 (2) D \$ 42.39	290,503	D
Common Stock	06/20/2006		M		40,000 A \$ 11.2775	330,503	D

Edgar Filing: HUGIN ROBERT J - Form 4

Common Stock	06/20/2006	F	<u>24,249</u> ⁽³⁾	D	\$ 42.39	306,254	D	
Common Stock	06/20/2006	M	40,000	A	\$ 13.0925	346,254	D	
Common Stock	06/20/2006	F	<u>25,168</u> ⁽⁴⁾	D	\$ 42.39	321,086	D	
Common Stock	06/20/2006	M	26,666	A	\$ 14.1625	347,752	D	
Common Stock	06/20/2006	F	<u>17,139</u> ⁽⁵⁾	D	\$ 42.39	330,613	D	
Common Stock	06/20/2006	M	104,774	A	\$ 16.3438	435,387	D	
Common Stock	06/20/2006	F	<u>70,235</u> ⁽⁶⁾	D	\$ 42.39	365,152	D	
Common Stock						4,800 ⁽⁷⁾	I	by children
Common Stock						11,719	I	401(k) Plan

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 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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (right to buy)	\$ 11.125	06/20/2006		M	113,712	⁽⁸⁾	01/21/2014	Common Stock
Employee Stock Option (right to buy)	\$ 42.39	06/20/2006		A	68,716	12/20/2006	01/21/2014	Common Stock

Edgar Filing: HUGIN ROBERT J - Form 4

Employee Stock Option (right to buy)	\$ 11.2075	06/20/2006	M	40,000	<u>(8)</u>	12/15/2013	Common Stock
Employee Stock Option (right to buy)	\$ 42.39	06/20/2006	A	24,213		12/20/2006 12/15/2013	Common Stock
Employee Stock Option (right to buy)	\$ 11.2775	06/20/2006	M	40,000	<u>(8)</u>	09/15/2013	Common Stock
Employee Stock Option (right to buy)	\$ 42.39	06/20/2006	A	24,249		12/20/2006 09/15/2013	Common Stock
Employee Stock Option (right to buy)	\$ 13.0925	06/20/2006	M	40,000	<u>(8)</u>	04/06/2014	Common Stock
Employee Stock Option (right to buy)	\$ 42.39	06/20/2006	A	25,168		12/20/2006 04/06/2014	Common Stock
Employee Stock Option (right to buy)	\$ 14.1625	06/20/2006	M	26,666	<u>(8)</u>	07/06/2014	Common Stock
Employee Stock Option (right to buy)	\$ 42.39	06/20/2006	A	17,139		12/20/2006 07/06/2014	Common Stock
Employee Stock Option (right to buy)	\$ 16.3438	06/20/2006	M	104,774	<u>(8)</u>	09/19/2010	Common Stock
	\$ 42.39	06/20/2006	A	70,235		12/20/2006 09/19/2010	

