

AMGEN INC
Form 3
August 10, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|--|---|--|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Michael A Kelly</p> <p>(Last) (First) (Middle)</p> <p>ONE AMGEN CENTER DRIVE</p> <p>(Street)</p> <p>THOUSAND OAKS, CA 91320-1799</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/10/2005</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>AMGEN INC [AMGN]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>VP Corp Plng & Control & CAO</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|---|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock ⁽¹⁾ | 4,800 | D | Michael & Bonnie Kelly Family Trust |
| Common Stock | 50 | I | |

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|------------------------------------|---------------------------------|--|
|---|---|--|------------------------------------|---------------------------------|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|---------------------|---------------------------|-----------------|--------------|----------------------------|---------------------|---|---|
| ISO (Right to buy) | 02/10/2004 ⁽²⁾ | 02/10/2010 | Common Stock | 3,774 | \$ 52.98 | D | Â |
| ISO (Right to buy) | 03/15/2009 | 03/15/2011 | Common Stock | 1,681 | \$ 59.48 | D | Â |
| ISO (Right to buy) | 07/01/2008 | 07/01/2010 | Common Stock | 1,518 | \$ 65.85 | D | Â |
| NQSO (Right to Buy) | 02/10/2004 ⁽³⁾ | 02/10/2010 | Common Stock | 27,452 | \$ 52.98 | D | Â |
| NQSO (Right to Buy) | 03/16/2005 ⁽⁴⁾ | 03/16/2012 | Common Stock | 8,500 | \$ 58.61 | D | Â |
| NQSO (Right to Buy) | 03/15/2005 ⁽⁵⁾ | 03/15/2011 | Common Stock | 9,851 | \$ 59.48 | D | Â |
| NQSO (Right to Buy) | 07/01/2004 ⁽⁶⁾ | 07/01/2010 | Common Stock | 14,482 | \$ 65.85 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Michael A Kelly ONE AMGEN CENTER DRIVE THOUSAND OAKS, CA 91320-1799 | Â | Â | Â VP Corp Plng & Control & CAO | Â |

Signatures

/s/ Michael A. Kelly
08/10/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Of the total, 4,700 shares were issued pursuant to Amended and Restated 1991 Equity Incentive Plan.
- (2) This option is exercisable on February 10, 2006 for 1,887 shares and on February 10, 2007 for 1,887 shares.
- (3) (MAK 2.10.03) This option is exercisable in four equal installments each beginning February 10, 2004.
- (4) (MAK 3.15.05) This option is exercisable in four equal installments beginning March 15, 2006.
- (5) (MAK 3.15.04) This option is exercisable as follows: 2,306 shares each on March 15, 2005 and on March 15, 2006; 2,307 shares on March 15, 2007; 2,306 shares on March 15, 2008; and 626 shares on March 15, 2009.
- (6) (MAK 7.1.03) This option is exercisable in four equal installments of 3,200 beginning July 1, 2004 and a final installment on July 1, 2008 of 1, 682 shares.

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