

SHARER KEVIN W

Form 4

May 03, 2005

**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 \*  
SHARER KEVIN W

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

ONE AMGEN CENTER DRIVE

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/29/2005

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

Chairman of the Bd, CEO &amp; Pres

(Street)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ 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, 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	04/29/2005		M		3,052	A	\$ 16.375	3,052	D
Common Stock	04/29/2005		M		1,642	A	\$ 30.4375	4,694	D
Common Stock	04/29/2005		M		2,608	A	\$ 38.36	7,302	D
Common Stock	04/29/2005		M		22,358	A	\$ 30.4375	29,660	D
Common Stock	04/29/2005		M		4,000	A	\$ 38.36	33,660	D

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Common Stock	04/29/2005	G	V	33,660 <sup>(1)</sup>	D	\$ 0	0	D	
Common Stock	04/29/2005	G	V	33,660 <sup>(1)</sup>	A	\$ 0	66,751 <sup>(2)</sup>	I	Living Trust
Common Stock	04/29/2005	I		3,224.201	A	\$ 0	3,224.201 <sup>(3)</sup>	I	By 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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
ISO (Right to Buy)	\$ 16.375	04/29/2005		M	3,052	07/01/2003 07/01/2005	Common Stock 3,052
ISO (Right to Buy)	\$ 30.4375	04/29/2005		M	1,642	07/01/2004 07/01/2006	Common Stock 1,642
ISO (Right to Buy)	\$ 38.36	04/29/2005		M	2,608	07/01/2003 07/01/2009	Common Stock 2,608
NQSO (Right to Buy)	\$ 30.4375	04/29/2005		M	22,358	07/01/2001 07/01/2006	Common Stock 22,358
NQSO (Right to Buy)	\$ 38.36	04/29/2005		M	4,000	07/01/2003 07/01/2009	Common Stock 4,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHARER KEVIN W ONE AMGEN CENTER DRIVE THOUSAND OAKS, CA 91320-1799	X		Chairman of the Bd, CEO & Pres	

## Signatures

/s/ N. Cris Prince, By Power of Attorney

05/02/2005

\_\_\_\_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) (KWS 4.29.05) Transfer of shares into reporting person's living trust.

(2) (KWS 2.14.05) The amount of the Company's Common Stock beneficially owned has been adjusted to reflect an acquisition by the reporting person of the Company's Common Stock under the 423(b) Plan in a transaction exempt pursuant to Rule 16a-3(f)(1)(k)(B) and subsequent transfer of such shares to reporting person's living trust.

(3) (KWS 401(k)) These are units acquired under the Company's 401(k) Plan and represent interests in the Company's stock fund.

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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