

REESE DAVID M
Form 3
August 02, 2018

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)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â REESE DAVID M | | (Month/Day/Year) | AMGEN INC [AMGN] | |
| (Last) | (First) | (Middle) | 07/26/2018 | |
| ONE AMGEN CENTER DRIVE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| THOUSAND OAKSÂ | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | EVP, Research and Development | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

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 | 17,732 ⁽¹⁾ ⁽²⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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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 Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|---------------------|---------------------------|------------|--------------|--------|-----------|-------------------|---|
| Nqso (Right to Buy) | 04/26/2012 ⁽³⁾ | 04/26/2020 | Common Stock | 1,480 | \$ 58.43 | D | Â |
| Nqso (Right to Buy) | 04/25/2013 ⁽⁴⁾ | 04/25/2021 | Common Stock | 2,300 | \$ 54.69 | D | Â |
| Nqso (Right to Buy) | 05/03/2018 ⁽⁵⁾ | 05/03/2026 | Common Stock | 8,711 | \$ 156.35 | D | Â |
| Nqso (Right to Buy) | 05/01/2019 ⁽⁶⁾ | 05/01/2027 | Common Stock | 8,714 | \$ 162.6 | D | Â |
| Nqso (Right to Buy) | 04/27/2020 ⁽⁷⁾ | 04/27/2028 | Common Stock | 7,807 | \$ 177.46 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| REESE DAVID M ONE AMGEN CENTER DRIVE THOUSAND OAKS | Â | Â | Â EVP, Research and Development | Â |

Signatures

/s/ David M. Reese 08/02/2018

**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).

These shares include the following Restricted Stock Units (RSUs) granted under the Company's equity plans: 313 RSUs which vest fully in one installment on 1/30/2019; 686 RSUs which vest in installments of 338 and 348 on 5/3/2019 and 5/3/2020, respectively; 4,920 (1) RSUs which vest in installments of 1,623, 1,624 and 1,673 on 5/1/2019, 5/1/2020 and 5/1/2021, respectively; 984 RSUs which vest in installments of 324, 325 and 335 on 5/1/2019, 5/1/2020 and 5/1/2021, respectively; and 1,014 RSUs which vest in installments of 334, 335 and 345 on 4/27/2020, 4/27/2021 and 4/27/2022, respectively.

(2) These shares include 282 Dividend Equivalents (DEs) granted pursuant to the Amgen Inc. Amended and Restated 2009 Equity Incentive Plan and subject to a qualifying dividend reinvestment plan. DEs are credited to the reporting person's unvested RSUs and are paid out in shares of the Company's common stock on a one-to-one basis according to the vesting schedule, along with a cash payment for any remaining fractional share amount.

(3) These options were fully exercisable on 4/26/2014.

(4) These options were fully exercisable on 4/25/2015.

(5) 2,874 of these options have vested and the remainder are exercisable in two installments of 2,875 and 2,962 on 5/3/2019 and 5/3/2020, respectively.

(6) These stock options are exercisable in three annual installments of 33%, 33% and 34% on 5/1/2019, 5/1/2020 and 5/1/2021, respectively.

(7) These stock options are exercisable in three annual installments of 33%, 33% and 34% on 4/27/2020, 4/27/2021 and 4/27/2022, respectively.

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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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