

AMGEN INC

Form 4

April 27, 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 *
FRITZKY EDWARD V

(Last) (First) (Middle)

ONE AMGEN CENTER DRIVE

(Street)

**THOUSAND
OAKS, CA 91320-1799**

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/26/2005

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	04/26/2005		M		27,000	A	\$ 31.07	258,000	D
Common Stock	04/26/2005		M		124,800	A	\$ 55.39	382,800	D
Common Stock	04/26/2005		S		20,000	D	\$ 58.0684	362,800	D
Common Stock	04/26/2005		M		10,000	D	\$ 57.4	352,800	D
Common Stock	04/26/2005		S		7,000	D	\$ 57.7	345,800	D

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Common Stock	04/26/2005	S	5,000	D	\$ 57.5	340,800	D	
Common Stock	04/26/2005	S	5,000	D	\$ 57.57	335,800	D	
Common Stock	04/26/2005	S	14,800	D	\$ 58.05	321,000	D	
Common Stock	04/26/2005	S	10,000	D	\$ 58.2127	311,000	D	
Common Stock	04/26/2005	S	20,000	D	\$ 58.027	291,000	D	
Common Stock	04/26/2005	S	20,000	D	\$ 58.0357	271,000	D	
Common Stock	04/26/2005	S	20,000	D	\$ 58.1671	251,000	D	
Common Stock	04/26/2005	S	20,000	D	\$ 58.0001	231,000	D	
Common Stock						528	I	By Son
Common Stock						528	I	By Daughter
Common Stock						5,677.6644 (1)	I	By 401(k) Plan
Restricted Stock Units						1,706	D	

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

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(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 of Number of Shares

NQSO (Right to Buy)	\$ 31.07	04/26/2005	M	27,000	07/15/2002	02/17/2010	Common Stock	27,000
NQSO (Right to Buy)	\$ 55.39	04/26/2005	M	124,800	02/11/2003	02/11/2012	Common Stock	124,800

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRITZKY EDWARD V ONE AMGEN CENTER DRIVE THOUSAND OAKS, CA 91320-1799	X			

Signatures

/s/ Edward V.
Fritzky

04/26/2005

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) (EVF 01/20/05) Held in reporting person's 401(k) Fund as of January 20, 2005.

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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