

Dittrich Thomas J.W.
 Form 4
 May 24, 2013

FORM 4

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

OMB APPROVAL

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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 *
 Dittrich Thomas J.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)
 05/22/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP, Finance & CAO

(Street)
 THOUSAND OAKS, CA 91320

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

(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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	05/22/2013		M		2,000	A	\$ 50.44 18,733 D
Common Stock	05/22/2013		M		2,150	A	\$ 58.43 20,883 D
Common Stock	05/22/2013		M		1,980	A	\$ 54.69 22,863 D
Common Stock	05/22/2013		S		6,130	D	\$ 104.7792 16,733 <u>(2)</u> <u>(3)</u> D
							<u>(1)</u>

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

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) The price reported is an average price. The prices ranged from \$104.7601 to \$104.83 per share. Full information regarding the number of shares sold at each separate price within the range set forth above is available upon request by the SEC, the issuer or a security holder of the issuer.

(2) The shares include the following Restricted Stock Units (RSUs) granted under the Company's equity plans: 308 RSUs which fully vest on 4/26/2014; 1,149 RSUs which vest in annual installments of 566 and 583 on 4/25/2014 and 4/25/2015, respectively; 1,400 RSUs which vest in two equal installments of 462 each on 4/27/2014 and 4/27/2015 and one installment of 476 on 4/27/2016; and 942 RSUs which vest in annual installments of 310, 311 and 321 on 4/26/2015, 4/26/2016 and 4/26/2017, respectively. Vested RSUs will be paid in shares of the Company's common stock on a one-to-one basis.

(3) These shares include 26 Dividend Equivalents (DEs) granted pursuant to the Amgen Inc. 2009 Equity Incentive Plan, as amended and restated, and subject to a qualifying dividend reinvestment plan. DEs are credited on 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.