

FENTON DENNIS M

Form 4

October 27, 2006

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
FENTON DENNIS M

(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)
10/26/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

Executive V.P., Operations

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock				(A) or (D)			
			Code	V	Amount		Price
Common Stock	10/26/2006		M		40,000	A	\$ 38.36
Common Stock	10/26/2006		S		900	D	\$ 74.73
Common Stock	10/26/2006		S		600	D	\$ 74.74
Common Stock	10/26/2006		S		3,202	D	\$ 74.75
					13,334	D	
					125,800	I	By Family Trust
					124,900	I	By Family Trust
					124,300	I	By Family Trust
					121,098	I	By Family Trust

Edgar Filing: FENTON DENNIS M - Form 4

Common Stock	10/26/2006	S	10,802	D	\$ 74.76	110,296	I	By Family Trust
Common Stock	10/26/2006	S	9,598	D	\$ 74.77	100,698	I	By Family Trust
Common Stock	10/26/2006	S	5,008	D	\$ 74.78	95,690	I	By Family Trust
Common Stock	10/26/2006	S	700	D	\$ 74.79	94,990	I	By Family Trust
Common Stock	10/26/2006	S	978	D	\$ 74.8	94,012	I	By Family Trust
Common Stock	10/26/2006	S	241	D	\$ 74.81	93,771	I	By Family Trust
Common Stock	10/26/2006	S	2,925	D	\$ 74.82	90,846	I	By Family Trust
Common Stock	10/26/2006	S	197	D	\$ 74.83	90,649	I	By Family Trust
Common Stock	10/26/2006	S	949	D	\$ 74.84	89,700	I	By Family Trust
Common Stock	10/26/2006	S	800	D	\$ 74.85	88,900	I	By Family Trust
Common Stock	10/26/2006	S	2,000	D	\$ 74.87	86,900	I	By Family Trust
Common Stock	10/26/2006	S	1,100	D	\$ 74.88	85,800	I	By Family Trust
Common Stock						1,000	I	By Irrevocable Trust

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)
--	--	--------------------------------------	--	--------------------------------	---	--	---

Edgar Filing: FENTON DENNIS M - Form 4

			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
NQSO (Right to Buy)	\$ 38.36	10/26/2006	M			40,000	07/01/2003	07/01/2009	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
FENTON DENNIS M ONE AMGEN CENTER DRIVE THOUSAND OAKS, CA 91320-1799	Executive V.P., Operations

Signatures

/s/ Dennis M.
Fenton 10/27/2006

__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).

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.