JOHNSON FRANKLIN P JR

Form 4

March 03, 2003

SEC Form 4

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* **Johnson, Jr., Franklin P.**

(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. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 4. Statement for (Month/Day/Year

02/28/2003

5. If Amendment, Date of Original (Month/Day/Year)

02/28/2003

6. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

X Director _ 10% Owner _ Officer (give title below) _ Other (specify below)

Description

- 7. Individual or Joint/Group Filing (Check Applicable Line)
- X Form filed by One Reporting Person
 Form filed by More than One

Reporting Person

	T	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)	Code		4. Securit n(A) or Dis (Instr. (posed	Of (D)	5. Amount of Securities Beneficially Owned Following	6. Owner-ship Form: Direct (D)	7. Nature of Indirect Beneficial Ownership				
			Code	٧	Amount	A/D	Price	Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	(Instr. 4)				
Common Stock	02/28/2003		G	٧	5,000	D	\$0	1,066,529	D					
Common Stock								1,324,744(1)	I	By Partnership				
Common Stock	02/28/2003		G	٧	5,000	D	\$0	830,816(2)	I	By Spouse				
CCPR							\$	4(3)	I	By Partnership				

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr.8)		onNumbe of Derivati Secu				ົ Und ວ ຣ ecur (Ins	nt of derlying rities str. 3 and	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr.4)	10. Owner- ship Form of Deriv- ative Securities: Direct (D) or Indirect (I) (Instr.4)	11. N In B O (I
				Code	>	Α	D	DE	ED	Title	Amount or Number of Shares				

Explanation of Responses:

Note: 1 Shares held by Asset Management Partners (the "Partnership") for which the reporting person is a general partner.

Note: 2 (FPJ-05/02-Dist. Spouse) The reporting person disclaims beneficial ownership of the securities indicated and the reporting herein of such securities shall not be construed as an admission that the reporting person is the beneficial owner of any such securities for purposes of Section 16 of the Securities Exchange Act of 1934.

Note: 3 (FPJ-CCPR) Contractual contingent payment rights arising from the purchase by Amgen Inc. of two Class A interests of Amgen Clinical Partners, L.P.

 By:
 Date:

 /s/ Russell Skibsted
 02/28/2003

Russell Skidsted, Attorney in Fact for Johnson, Jr., Franklin P

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

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.

SEC 1474 (9-02)

^{**} Signature of Reporting Person

^{*} 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).