CELGENE CORP /DE/
Form 3
December 21, 2007

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 *
Â Burton Graham
(Last) (First) (Middle)

C/O CELGENE CORPORATION,Â 86 MORRIS AVENUE
(Street)

SUMMIT,Â NJÂ 07901
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
12/19/2007

3. Issuer Name **and** Ticker or Trading Symbol
CELGENE CORP /DE/ [CELG]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
See remarks

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

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 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	27,599	D	Â
Common Stock	2,542	I	401(k) Plan

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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)

	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (1)(2)	10/09/2017	Common Stock	10,313	$ 73.55	D	Â
Employee Stock Option (right to buy)	Â (2)(3)	07/10/2017	Common Stock	10,312	$ 58.53	D	Â
Employee Stock Option (right to buy)	Â (2)(4)	04/10/2017	Common Stock	10,312	$ 58.04	D	Â
Employee Stock Option (right to buy)	Â (2)(5)	07/03/2013	Common Stock	7,383	$ 51.3	D	Â
Employee Stock Option (right to buy)	Â (2)(6)	01/09/2017	Common Stock	3,750	$ 54.85	D	Â
Employee Stock Option (right to buy)	Â (2)(5)	11/10/2016	Common Stock	1,292	$ 55	D	Â
Employee Stock Option (right to buy)	Â (2)(5)	07/03/2013	Common Stock	4,811	$ 41.53	D	Â
Employee Stock Option (right to buy)	Â (2)(5)	12/29/2015	Common Stock	20,000	$ 34.045	D	Â
Employee Stock Option (right to buy)	Â (2)(5)	12/29/2015	Common Stock	20,000	$ 35.67	D	Â
Employee Stock Option (right to buy)	Â (2)(7)	10/04/2015	Common Stock	7,500	$ 26.735	D	Â
Employee Stock Option (right to buy)	Â (2)(8)	07/05/2015	Common Stock	7,500	$ 20.605	D	Â
Employee Stock Option (right to buy)	Â (2)(9)	04/05/2015	Common Stock	7,500	$ 17.115	D	Â
Employee Stock Option (right to buy)	Â (2)(10)	01/04/2015	Common Stock	7,500	$ 12.585	D	Â
Employee Stock Option (right to buy)	Â (2)(11)	10/05/2014	Common Stock	15,000	$ 15.49	D	Â
Employee Stock Option (right to buy)	Â (2)(12)	07/06/2014	Common Stock	15,000	$ 14.1625	D	Â
Employee Stock Option (right to buy)	Â (2)(13)	04/06/2014	Common Stock	15,000	$ 13.0925	D	Â
Employee Stock Option (right to buy)	Â (2)(14)	12/15/2013	Common Stock	15,000	$ 11.2075	D	Â
Employee Stock Option (right to buy)	Â (2)(15)	07/03/2013	Common Stock	159,115	$ 7.7825	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Burton Graham C/O CELGENE CORPORATION 86 MORRIS AVENUE SUMMIT,Â NJÂ 07901	Â	Â	Â See remarks	Â

Signatures

/s/ Robert J. Hugin, attorney-in-fact	12/20/2007
**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).

(1) Option is fully exercisable and will vest in four equal annual installments commencing on October 9, 2008.

(2) Option was issued pursuant to the Company's 1998 Stock Incentive Plan.

(3) Option is fully exercisable and will vest in four equal annual installments commencing on July 10, 2008.

(4) Option is fully exercisable and will vest in four equal annual installments commencing on April 10, 2008.

(5) Option is fully exercisable and fully vested.

(6) Option is fully exercisable and will vest in four equal annual installments commencing on January 9, 2008.

(7) Option is fully exercisable and began vesting in four equal annual installments commencing on October 4, 2006.

(8) Option is fully exercisable and began vesting in four equal annual installments commencing on July 5, 2006.

(9) Option is fully exercisable and began vesting in four equal annual installments commencing on April 5, 2006.

(10) Option is fully exercisable and began vesting in four equal annual installments commencing on January 4, 2006.

(11) Option is fully exercisable and began vesting in four equal annual installments commencing on October 5, 2005.

(12) Option is fully exercisable and began vesting in four equal annual installments commencing on July 6, 2005.

(13) Option is fully exercisable and began vesting in four equal annual installments commencing on April 6, 2005.

(14) Option is fully exercisable and began vesting in four equal annual installments commencing on December 15, 2004

(15) Option is fully exercisable and began vesting in four equal annual installments commencing on July 3, 2004

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Remarks:

Sr.Â ViceÂ President,Â GlobalÂ RegulatoryÂ AffairsÂ andÂ Pharmacovigilance;Â ExhibitÂ ListÂ -Â ExhibitÂ 24Â -Â Pow

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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