CELGENE CORP /DE/
Form 4
February 17, 2015

FORM 4

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

OMB APPROVAL

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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 *
Alles Mark J

(Last) (First) (Middle)

C/O CELGENE CORPORATION, 86 MORRIS AVENUE

(Street)

SUMMIT, NJ 07901

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/12/2015

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 below) _____ Other (specify below)
See Remarks

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/12/2015		M		573	A	$ 27.275	74,213	D	
Common Stock	02/12/2015		M		1,478	A	$ 74.3	75,691	D	
Common Stock	02/12/2015		M		148	A	$ 30.74	75,839	D	
Common Stock	02/12/2015		M		430	A	$ 26.17	76,269	D	
Common Stock	02/12/2015		M		860	A	$ 28.94	77,129	D	

Common Stock	02/12/2015		M	5,333	A	$ 29.75	82,462	D	
Common Stock	02/12/2015		M	430	A	$ 25.765	82,892	D	
Common Stock	02/12/2015		M	1,562	A	$ 36.96	84,454	D	
Common Stock	02/12/2015		M	1,040	A	$ 36.465	85,494	D	
Common Stock	02/12/2015		M	2,081	A	$ 34.7	87,575	D	
Common Stock	02/12/2015		M	2,081	A	$ 36.675	89,656	D	
Common Stock	02/12/2015		M	4,375	A	$ 40.22	94,031	D	
Common Stock	02/12/2015		M	1,040	A	$ 49.475	95,071	D	
Common Stock	02/12/2015		M	1,478	A	$ 59.235	96,549	D	
Common Stock	02/12/2015		M	1,478	A	$ 71.33	98,027	D	
Common Stock	02/12/2015		M	1,478	A	$ 78.115	99,505	D	
Common Stock	02/12/2015		M	1,640	A	$ 81.555	101,145	D	
Common Stock							5,639	I	401(k) Plan

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

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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)	8. P Der Sec (Ins

								Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
				Code	V	(A)	(D)					
Stock Option (right to buy)	$ 27.275	02/12/2015		M			573	(1)	10/13/2019	Common Stock	573	$
Stock Option (right to buy)	$ 74.3	02/12/2015		M			1,478	(1)	02/03/2024	Common Stock	1,478	$
Stock Option (right to buy)	$ 30.74	02/12/2015		M			148	(1)	04/13/2020	Common Stock	148	$
Stock Option (right to buy)	$ 26.17	02/12/2015		M			430	(1)	07/13/2020	Common Stock	430	$
Stock Option (right to buy)	$ 28.94	02/12/2015		M			860	(1)	10/12/2020	Common Stock	860	$
Stock Option (right to buy)	$ 29.75	02/12/2015		M			5,333	(1)	12/27/2020	Common Stock	5,333	$
Stock Option (right to buy)	$ 25.765	02/12/2015		M			430	(1)	01/31/2021	Common Stock	430	$
Stock Option (right to buy)	$ 36.96	02/12/2015		M			1,562	(1)	03/01/2022	Common Stock	1,562	$
Stock Option (right to buy)	$ 36.465	02/12/2015		M			1,040	(1)	04/30/2022	Common Stock	1,040	$
Stock Option (right to buy)	$ 34.7	02/12/2015		M			2,081	(1)	07/30/2022	Common Stock	2,081	$
	$ 36.675	02/12/2015		M			2,081	(1)	10/31/2022		2,081	$

Stock Option (right to buy)							Common Stock		
Stock Option (right to buy)	$ 40.22	02/12/2015	M	4,375	(1)	12/17/2022	Common Stock	4,375	$
Stock Option (right to buy)	$ 49.475	02/12/2015	M	1,040	(1)	01/28/2023	Common Stock	1,040	$
Stock Option (right to buy)	$ 59.235	02/12/2015	M	1,478	(1)	04/29/2023	Common Stock	1,478	$
Stock Option (right to buy)	$ 71.33	02/12/2015	M	1,478	(1)	07/29/2023	Common Stock	1,478	$
Stock Option (right to buy)	$ 78.115	02/12/2015	M	1,478	(1)	10/28/2023	Common Stock	1,478	$
Stock Option (right to buy)	$ 81.555	02/12/2015	M	1,640	(1)	12/02/2023	Common Stock	1,640	$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Alles Mark J C/O CELGENE CORPORATION 86 MORRIS AVENUE SUMMIT, NJ 07901			See Remarks	

Signatures

/s/Robert J Hugin_________________ Robert J Hugin, Attorney-in-Fact	02/17/2015
**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) The option was fully exercisable.

(2) The option was issued pursuant to the Celgene Corporation 2008 Stock Incentive Plan (Amended and Restated as of April 17, 2013).

Remarks:

President and Chief Operating Officer

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