

AHMED NADIM

Form 3

June 14, 2018

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 AHMED NADIM

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

06/13/2018

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

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☐ Director ☐ 10% Owner☐ Officer ☐ Other

(give title below) (specify below)

Pres., Hematology and Oncology

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting Person

C/O CELGENE CORPORATION,Â 86 MORRIS AVENUE

(Street)

SUMMIT,Â NJÂ 07901

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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

10,038

D

Â

Common Stock

1,862

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)

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	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)	
Stock Option (right to buy)	Â <u>(1)(2)</u>	01/30/2022	Common Stock	1,750	\$ 36.36	D	Â
Stock Option (right to buy)	Â <u>(1)(2)</u>	04/30/2022	Common Stock	5,624	\$ 36.47	D	Â
Stock Option (right to buy)	Â <u>(1)(2)</u>	10/31/2022	Common Stock	5,626	\$ 36.68	D	Â
Stock Option (right to buy)	Â <u>(1)(2)</u>	12/17/2022	Common Stock	9,000	\$ 40.22	D	Â
Stock Option (right to buy)	Â <u>(1)(2)</u>	01/28/2023	Common Stock	1,408	\$ 49.48	D	Â
Stock Option (right to buy)	Â <u>(1)(2)</u>	01/28/2023	Common Stock	4,218	\$ 49.48	D	Â
Stock Option (right to buy)	Â <u>(1)(2)</u>	04/29/2023	Common Stock	3,238	\$ 59.24	D	Â
Stock Option (right to buy)	Â <u>(1)(2)</u>	04/29/2023	Common Stock	512	\$ 59.24	D	Â
Stock Option (right to buy)	Â <u>(1)(2)</u>	07/29/2023	Common Stock	3,750	\$ 71.33	D	Â
Stock Option (right to buy)	Â <u>(1)(2)</u>	10/28/2023	Common Stock	3,750	\$ 78.12	D	Â
Stock Option (right to buy)	Â <u>(1)(2)</u>	12/02/2023	Common Stock	4,000	\$ 81.56	D	Â
Stock Option (right to buy)	Â <u>(1)(2)</u>	02/03/2024	Common Stock	2,812	\$ 74.3	D	Â
Stock Option (right to buy)	Â <u>(1)(2)</u>	02/03/2024	Common Stock	938	\$ 74.3	D	Â
Stock Option (right to buy)	Â <u>(2)(3)</u>	07/28/2024	Common Stock	7,155	\$ 87.64	D	Â
Stock Option (right to buy)	Â <u>(2)(4)</u>	07/28/2024	Common Stock	345	\$ 84.64	D	Â
Stock Option (right to buy)	Â <u>(2)(5)</u>	10/27/2024	Common stock	3,750	\$ 103.1	D	Â
Stock Option (right to buy)	Â <u>(2)(6)</u>	12/19/2024	Common Stock	5,000	\$ 117.18	D	Â
Stock Option (right to buy)	Â <u>(2)(7)</u>	02/02/2025	Common Stock	2,907	\$ 118.57	D	Â

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Stock Option (right to buy)	Â (2)(8)	02/02/2025	Common Stock	843	\$ 118.57	D	Â
Stock Option (right to buy)	Â (2)(9)	05/04/2025	Common Stock	5,000	\$ 109.9	D	Â
Stock Option (right to buy)	Â (2)(10)	07/27/2025	Common Stock	5,000	\$ 132.56	D	Â
Stock Option (right to buy)	Â (2)(11)	11/09/2025	Common Stock	5,000	\$ 114.08	D	Â
Stock Option (right to buy)	Â (2)(12)	02/01/2026	Common Stock	4,008	\$ 100.8	D	Â
Stock Option (right to buy)	Â (2)(13)	02/01/2026	Common Stock	992	\$ 100.8	D	Â
Stock Option (right to buy)	Â (2)(14)	05/02/2026	Common Stock	3,125	\$ 104.97	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AHMED NADIM C/O CELGENE CORPORATION 86 MORRIS AVENUE SUMMIT, NJ 07901	Â	Â	Â Pres., Hematology and Oncology	Â

Signatures

/s/ Nadim
Ahmed

06/13/2018

__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) The option is immediately exercisable and fully vested.
- (2) The option was issued pursuant to the Company's 2017 Stock Incentive Plan.
- (3) The option is immediately exercisable and will vest as follows: 1,875 shares on July 28, 2015 (VESTED); 1,875 shares on July 28, 2016 (VESTED); 1,875 shares on July 28, 2017 (VESTED); and 1,530 shares on July 28, 2018.
- (4) The option is immediately exercisable and will fully vest on July 28, 2018.
- (5) The option is immediately exercisable and will vest as follows: 937 shares on October 27, 2015 (VESTED); 937 shares on October 27, 2016 (VESTED); 938 shares on October 27, 2017 (VESTED); and 938 shares on October 27, 2018.
- (6) The option is immediately exercisable and will vest as follows: 1,250 shares on December 19, 2015 (VESTED); 1,250 shares on December 19, 2016 (VESTED); 1,250 shares on December 19, 2017 (VESTED); and 1,250 shares on December 19, 2018.
- (7) The option is immediately exercisable and will vest as follows: 937 shares on February 2, 2016 (VESTED); 937 shares on February 2, 2017 (VESTED); 937 shares on February 2, 2018 (VESTED); and 95 shares on February 2, 2019.

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- (8) The option is immediately exercisable and will fully vest on February 2, 2019.
- (9) The option is immediately exercisable and will vest as follows: 1,250 shares on May 4, 2016 (VESTED); 1,250 shares on May 4, 2017 (VESTED); 1,250 shares on May 4, 2018 (VESTED); and 1,250 shares on May 4, 2019.
- (10) The option is immediately exercisable and will vest as follows: 1,250 shares on July 27, 2016 (VESTED); 1,250 shares on July 27, 2017 (VESTED); 1,250 shares on July 27, 2018; and 1,250 shares on July 27, 2019.
- (11) The option is immediately exercisable and will vest as follows: 1,250 shares on November 9, 2016 (VESTED); 1,250 shares on November 9, 2017 (VESTED); 1,250 shares on November 9, 2018; and 1,250 shares on November 9, 2019.
- (12) The option is immediately exercisable and will vest as follows: 1,250 shares on February 1, 2017 (VESTED); 1,250 shares on February 1, 2018 (VESTED); 1,250 shares on February 1, 2019; and 258 shares on February 1, 2020.
- (13) The option is immediately exercisable and will fully vest on February 1, 2020.
- (14) The option is immediately exercisable and will vest as follows: 781 shares on May 2, 2017 (VESTED); 781 shares on May 2, 2018 (VESTED); 781 shares on May 2, 2019; and 782 shares on May 2, 2020.

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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