

AMGEN INC  
Form 425  
April 06, 2005

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934**

**April 6, 2005  
Date of Report (Date of earliest event reported)**

**AMGEN INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware  
(State or other jurisdiction  
of incorporation or organization)**

**000-12477  
(Commission  
File Number)**

**95-3540776  
(I.R.S. Employer  
Identification Number)**

**Amgen Inc.  
One Amgen Center Drive  
Thousand Oaks, CA  
(Address of principal executive offices)**

**91320-1799  
(Zip Code)**

**805-447-1000  
(Registrant's telephone number, including area code)**

**N/A  
(Former name or former address, if changed since last report)**

Check the appropriate box if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



**Item 8.01. Other Events.**

Attached and incorporated herein by reference as Exhibit 99.1 is a copy of a press release dated April 6, 2005 announcing that Amgen Inc. has commenced an exchange offer under which it is offering to exchange new Zero Coupon Convertible Notes due 2032 for all of its currently outstanding Liquid Yield Option Notes due 2032.

**Item 9.01. Financial Statements and Exhibits.**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated April 6, 2005 announcing that Amgen Inc. has commenced an exchange offer under which it is offering to exchange new Zero Coupon Convertible Notes due 2032 for all of its currently outstanding Liquid Yield Option Notes due 2032.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMGEN INC.

Date: April 6, 2005

By: /s/ Richard D. Nanula  
Name: Richard D. Nanula  
Title: Executive Vice President and  
Chief Financial Officer

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**EXHIBIT INDEX**

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