
**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

Date of Report (Date of earliest event reported):

May 17, 2022

AMGEN INC.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-37702
(Commission File Number)

95-3540776
(IRS Employer
Identification No.)

**One Amgen Center Drive
Thousand Oaks, California**
(Address of Principal Executive Offices)

91320-1799
(Zip Code)

(805) 447-1000
(Registrant's Telephone Number, Including Area Code)

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

- ☐ 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))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|----------------------------------|----------------------|---|
| Common stock, \$0.0001 par value | AMGN | The NASDAQ Stock Market LLC |
| 2.000% Senior Notes Due 2026 | AMGN26 | The NASDAQ Stock Market LLC |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.07. Submission of Matters to a Vote of Security Holders.

The Company held its Annual Meeting on May 17, 2022. The final results of the voting for each matter submitted to a vote of stockholders at the meeting are as follows:

Item 1 - Election of Directors

Each of the following 12 nominees for director were elected to serve a one-year term expiring at the Company's 2023 annual meeting of stockholders and until his or her successor is elected and qualified, or until his or her earlier retirement, resignation, disqualification, removal or death.

| Name | Votes For | Votes Against | Abstain | Broker Non-Votes |
|----------------------------|------------------|----------------------|----------------|-------------------------|
| Dr. Wanda M. Austin | 393,262,568 | 6,448,766 | 738,582 | 63,585,494 |
| Mr. Robert A. Bradway | 375,943,441 | 21,463,442 | 3,043,033 | 63,585,494 |
| Dr. Brian J. Druker | 392,906,914 | 6,807,605 | 735,397 | 63,585,494 |
| Mr. Robert A. Eckert | 336,327,670 | 62,799,670 | 1,322,576 | 63,585,494 |
| Mr. Greg C. Garland | 364,253,481 | 34,483,152 | 1,713,283 | 63,585,494 |
| Mr. Charles M. Holley, Jr. | 381,334,073 | 17,752,766 | 1,363,077 | 63,585,494 |
| Dr. S. Omar Ishrak | 366,717,639 | 32,920,612 | 811,665 | 63,585,494 |
| Dr. Tyler Jacks | 392,012,356 | 7,712,005 | 725,555 | 63,585,494 |
| Ms. Ellen J. Kullman | 388,527,454 | 10,667,223 | 1,255,239 | 63,585,494 |
| Ms. Amy E. Miles | 386,328,380 | 12,833,592 | 1,287,944 | 63,585,494 |
| Dr. Ronald D. Sugar | 332,321,569 | 66,949,303 | 1,179,044 | 63,585,494 |
| Dr. R. Sanders Williams | 387,372,234 | 11,822,332 | 1,255,350 | 63,585,494 |

Item 2 - Advisory Vote to Approve Our Executive Compensation

The advisory vote to approve our executive compensation was approved.

| | |
|-------------------|-------------|
| For: | 357,838,927 |
| Against: | 40,742,450 |
| Abstain: | 1,868,539 |
| Broker Non-Votes: | 63,585,494 |

Item 3 - Ratification of Selection of Independent Registered Public Accountants

Ernst & Young LLP was ratified as the Company's independent registered public accountants for the fiscal year ending December 31, 2022. No Broker Non-Votes resulted from the vote on this proposal.

| | |
|----------|-------------|
| For: | 436,530,705 |
| Against: | 26,765,473 |
| Abstain: | 739,232 |

No other matters were submitted for stockholder action.

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: May 18, 2022

By: /s/ Jonathan P. Graham

Name: Jonathan P. Graham

Title: Executive Vice President, General Counsel and Secretary