

Biller Jonathan
Form 3/A
August 07, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Biller Jonathan

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

07/03/2018

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

____ Officer ____ Other

(give title below) (specify below)

EVP and General Counsel

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

07/12/2018

C/O CELGENE
CORPORATION,Â 86 MORRIS
AVENUE

(Street)

SUMMIT,Â NJÂ 07901

(City)

(State)

(Zip)

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)

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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)

Date
Exercisable

Expiration
Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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				Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (1)(2)	07/02/2028	Common Stock	19,646	\$ 79.51	D	Â
Restricted Stock Unit	Â (3)	Â (3)	Common Stock	6,288	\$ (4) (5)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Biller Jonathan C/O CELGENE CORPORATION 86 MORRIS AVENUE SUMMIT,Â NJÂ 07901	Â	Â	Â EVP and General Counsel	Â

Signatures

/s/ Jonathan P. Biller 08/07/2018

**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 was issued pursuant to the Company's 2017 Stock Incentive Plan.
- (2) The option is immediately exercisable and will vest in four equal annual installments beginning on July 2, 2019.
- (3) The restricted stock units will vest on July 2, 2021. Vested shares will be delivered to the reporting person on the vesting date.
- (4) Each restricted stock unit represents a contingent right to receive one share of the Company's common stock.
- (5) The restricted stock units were issued pursuant to the Company's 2017 Stock Incentive Plan.

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Remarks:

ThisÂ amendmentÂ toÂ theÂ InitialÂ StatementÂ ofÂ BeneficialÂ OwnershipÂ ofÂ SecuritiesÂ onÂ FormÂ 3,Â filedÂ wit

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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