#### Edgar Filing: CELGENE CORP /DE/ - Form 3

CELGENE CORP /DE/

Form 3

December 21, 2007

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

**OMB APPROVAL** 

**OMB** Number:

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**SECURITIES** 

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 \*

A Burton Graham

(First)

(Middle)

Statement

(Month/Day/Year)

12/19/2007

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

CELGENE CORP / DE / [CELG]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(give title below) (specify below)

See remarks

Filed(Month/Day/Year)

C/O CELGENE

CORPORATION, Â 86 MORRIS

**AVENUE** 

(Last)

(Street)

Director \_X\_\_ Officer

10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

5. If Amendment, Date Original

Person

Form filed by More than One

Reporting Person

SUMMIT. NJÂ 07901

(City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

401(k) Plan

Form: Direct (D)

(Instr. 5)

or Indirect (I) (Instr. 5)

Common Stock

27,599

Â D

Common Stock

2,542

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

Ι

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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** 

Conversion

Ownership

6. Nature of Indirect Beneficial Ownership

or Exercise Form of (Instr. 5)

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			(Instr. 4)		Price of Derivative Security	Derivative	
	Date Exercisable	Expiration Date	Title Amount or Number of Shares	Security: Direct (D) or Indirect (I) (Instr. 5)			
Employee Stock Option (right to buy)	(1)(2)	10/09/2017	Common Stock	10,313	\$ 73.55	D	Â
Employee Stock Option (right to buy)	$\hat{A} = \frac{(2)(3)}{2}$	07/10/2017	Common Stock	10,312	\$ 58.53	D	Â
Employee Stock Option (right to buy)	(2)(4)	04/10/2017	Common Stock	10,312	\$ 58.04	D	Â
Employee Stock Option (right to buy)	(2)(5)	07/03/2013	Common Stock	7,383	\$ 51.3	D	Â
Employee Stock Option (right to buy)	(2)(6)	01/09/2017	Common Stock	3,750	\$ 54.85	D	Â
Employee Stock Option (right to buy)	$\hat{A} = \frac{(2)(5)}{}$	11/10/2016	Common Stock	1,292	\$ 55	D	Â
Employee Stock Option (right to buy)	(2)(5)	07/03/2013	Common Stock	4,811	\$ 41.53	D	Â
Employee Stock Option (right to buy)	$\hat{A} = \frac{(2)(5)}{}$	12/29/2015	Common Stock	20,000	\$ 34.045	D	Â
Employee Stock Option (right to buy)	(2)(5)	12/29/2015	Common Stock	20,000	\$ 35.67	D	Â
Employee Stock Option (right to buy)	(2)(7)	10/04/2015	Common Stock	7,500	\$ 26.735	D	Â
Employee Stock Option (right to buy)	(2)(8)	07/05/2015	Common Stock	7,500	\$ 20.605	D	Â
Employee Stock Option (right to buy)	(2)(9)	04/05/2015	Common Stock	7,500	\$ 17.115	D	Â
Employee Stock Option (right to buy)	(2)(10)	01/04/2015	Common Stock	7,500	\$ 12.585	D	Â
Employee Stock Option (right to buy)	(2)(11)	10/05/2014	Common Stock	15,000	\$ 15.49	D	Â
Employee Stock Option (right to buy)	$\hat{A} = \frac{(2)(12)}{2}$	07/06/2014	Common Stock	15,000	\$ 14.1625	D	Â
Employee Stock Option (right to buy)	(2)(13)	04/06/2014	Common Stock	15,000	\$ 13.0925	D	Â
Employee Stock Option (right to buy)	(2)(14)	12/15/2013	Common Stock	15,000	\$ 11.2075	D	Â
Employee Stock Option (right to buy)	(2)(15)	07/03/2013	Common Stock	159,115	\$ 7.7825	D	Â

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

**Burton Graham** 

C/O CELGENE CORPORATION 86 MORRIS AVENUE SUMMIT, NJÂ 07901

 $\hat{A}$   $\hat{A}$   $\hat{A}$  See remarks  $\hat{A}$ 

**Signatures** 

/s/ Robert J. Hugin, attorney-in-fact

\*\*Signature of Reporting Person

## **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) Option is fully exercisable and will vest in four equal annual installments commencing on October 9, 2008.
- (2) Option was issued pursuant to the Company's 1998 Stock Incentive Plan.
- (3) Option is fully exercisable and will vest in four equal annual installments commencing on July 10, 2008.
- (4) Option is fully exercisable and will vest in four equal annual installments commencing on April 10, 2008.
- (5) Option is fully exercisable and fully vested.
- (6) Option is fully exercisable and will vest in four equal annual installments commencing on January 9, 2008.
- (7) Option is fully exercisable and began vesting in four equal annual installments commencing on October 4, 2006.
- (8) Option is fully exercisable and began vesting in four equal annual installments commencing on July 5, 2006.
- (9) Option is fully exercisable and began vesting in four equal annual installments commencing on April 5, 2006.
- (10) Option is fully exercisable and began vesting in four equal annual installments commencing on January 4, 2006.
- (11) Option is fully exercisable and began vesting in four equal annual installments commencing on October 5, 2005.
- (12) Option is fully exercisable and began vesting in four equal annual installments commencing on July 6, 2005.
- (13) Option is fully exercisable and began vesting in four equal annual installments commencing on April 6, 2005.
- (14) Option is fully exercisable and began vesting in four equal annual installments commencing on December 15, 2004
- (15) Option is fully exercisable and began vesting in four equal annual installments commencing on July 3, 2004

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#### **Remarks:**

Sr. Vice President, Global Regulatory Affairs and Pharmacovigilance; Exhibit List - Exhibit 24Â -Â Pov

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the formation contained in this formation contained in the cont

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