

CELGENE CORP /DE/  
Form 4  
November 04, 2014

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN 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 \*  
HUGIN ROBERT J

(Last) (First) (Middle)

C/O CELGENE CORPORATION, 86 MORRIS AVENUE

(Street)

SUMMIT, NJ 07901

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
11/03/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
see remarks

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/03/2014		M		144,400	A	\$ 7.125
Common Stock	11/03/2014		M		40,000	A	\$ 8.5575
Common Stock	11/03/2014		M		40,000	A	\$ 10.3025
Common Stock	11/03/2014		M		40,000	A	\$ 13.3675
Common Stock	11/03/2014		M		240,000	A	\$ 17.0225

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Common Stock	11/03/2014	M	240,000	A	\$ 17.835	1,769,158	D	
Common Stock	11/03/2014	F	433,858	D	\$ 107.41	1,335,300	D	
Common Stock	11/03/2014	S	158,000	D	\$ <u>106.68</u> <sup>(1)</sup>	1,177,300	D	
Common Stock						27,177	I	401(k) Plan
Common Stock						9,600 <u>(2)</u>	I	By Children

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

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Stock Option(right to buy)	\$ 7.125	11/03/2014		M	144,400	<u>(3)</u>	02/15/2015	Common Stock	144,400
Stock Option(right to buy)	\$ 8.5575	11/03/2014		M	40,000	<u>(3)</u>	04/05/2015	Common Stock	40,000
Stock Option(right to buy)	\$ 10.3025	11/03/2014		M	40,000	<u>(3)</u>	07/05/2015	Common Stock	40,000
Stock Option(right to buy)	\$ 13.3675	11/03/2014		M	40,000	<u>(3)</u>	10/04/2015	Common Stock	40,000
Stock Option(right to buy)	\$ 17.0225	11/03/2014		M	240,000	<u>(3)</u>	12/29/2015	Common Stock	240,000
Stock	\$ 17.835	11/03/2014		M	240,000	<u>(3)</u>	12/29/2015	Common	240,000

