

CELGENE CORP /DE/  
Form 8-K/A  
May 22, 2008

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

**FORM 8-K/A**

**CURRENT REPORT**

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

**Date of Report (Date of earliest event reported): March 7, 2008**

**Celgene Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other Jurisdiction of  
Incorporation)

**0-16132**

(Commission File Number)

**22-2711928**

(IRS Employer Identification No.)

**86 Morris Avenue, Summit, New Jersey**

(Address of Principal Executive Offices)

**07901**

(Zip Code)

Registrant's telephone number, including area code: **908-673-9000**

**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:

- 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))

**Explanatory Note**

This amendment is being filed to amend and supplement Item 9.01 of the Current Report on Form 8-K filed by Celgene Corporation on March 7, 2008 to include the unaudited pro forma financial statements required pursuant to Article 11 of Regulation S-X.

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**Section 9 – Financial Statements and Exhibits**

**Item 9.01 Financial Statement and Exhibits**

**(b) Pro forma financial information**

The pro forma financial information required by this Item is furnished as Exhibit 99.1.

**(d) Exhibits**

99.1 Unaudited pro forma condensed consolidated balance sheet and statement of operations, as of and for the year ended December 31, 2007.

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**SIGNATURES**

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

**CELGENE CORPORATION**

By: /s/ David W. Gyska  
David W. Gyska  
Senior Vice President and Chief Financial Officer

Dated: May 22, 2008

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**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
99.1	Unaudited pro forma condensed consolidated balance sheet and statement of operations, as of and for the year ended December 31, 2007.

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