### Edgar Filing: Alles Mark J - Form 4

| Alles Mark<br>Form 4   | c J                                     |                            |   |  |                        |   |   |  |   |  |
|--|---|----------------------------|---|--|------------------------|---|---|--|---|--|
| January 31   | , 2018                                  |                            |   |  |                        |   |   |  |   |  |
| FOR  |   | CT A TEC                   | SECU  |  |                        |   |   | т  | PPROVAL   |  |
|  |   | STATES                     | S SECURITIES AND EXCHANGE COMMISSION<br>Washington, D.C. 20549                    |  |                        |   |   | Number:  | 3235-0287   |  |
| Check if no lo   | this box                                |                            |   |  |                        |   |   | Expires:   | January 31,   |  |
| subject<br>Section<br>Form 4                                     | to SIATEM<br>n 16.<br>l or              | MENT OF                    |   | SECUI  | RITIES                 | Estimated<br>burden hou<br>response         | urs per   |  |   |  |
| Form 5<br>obligati<br>may co<br><i>See</i> Ins<br>1(b).          | ions Section 17                         | (a) of the F               | Public U  | tility Hol                                       | ding Co                |   | nge Act of 1934,<br>of 1935 or Sectio<br>940  | on   |   |  |
| (Print or Type   | e Responses)                            |                            |   |  |                        |   |   |  |   |  |
| 1. Name and Address of Reporting Person <u>*</u><br>Alles Mark J |   |                            | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>CELGENE CORP /DE/ [CELG] |  |                        |   | 5. Relationship of Reporting Person(s) to Issuer                                    |  |   |  |
| (Last)   | (First) (                               | Middle)                    |   | ENE COF  |                        | CELG  | (Che  | eck all applicabl  | le)   |  |
| C/O CELO   | GENE<br>ATION, 86 MORI                  |                            |   | Day/Year)  |                        |   | X Director<br>X Officer (giv<br>below)  |  | % Owner<br>her (specify   |  |
|  | (Street)                                |                            |   | endment, D<br>onth/Day/Yea                       | -                      | ıl  | 6. Individual or J<br>Applicable Line)<br>_X_ Form filed by                         |  |   |  |
| SUMMIT,  | , NJ 07901                              |                            |   |  |                        |   | Form filed by Person  | More than One R  | Reporting   |  |
| (City)   | (State)                                 | (Zip)                      | Tab   | le I - Non-l                                     | Derivative             | Securities A                                | cquired, Disposed   | of, or Beneficia   | ally Owned  |  |
| 1.Title of<br>Security<br>(Instr. 3)                             | 2. Transaction Date<br>(Month/Day/Year) | Execution l any            | Date, if  | 3.<br>Transactio<br>Code<br>(Instr. 8)<br>Code V | Disposed<br>(Instr. 3, | (A) or<br>of (D)                            | Securities<br>Beneficially<br>Owned   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| Reminder: Re   | eport on a separate line                | e for each cla             | uss of sec  | urities bene                                     | ficially ow            | ned directly o                              | or indirectly.  |  |   |  |
|  |   |                            |   |  | inforr<br>requi        | nation cont<br>red to respo<br>ays a currer | spond to the colle<br>ained in this form<br>ond unless the for<br>ntly valid OMB co | i are not<br>rm  | SEC 1474<br>(9-02)  |  |
|  | Tab                                     |                            |   |  |                        | posed of, or<br>convertible s               | Beneficially Owned<br>securities)   | l  |   |  |
|  |   | saction Date<br>/Day/Year) |   |  | 4.<br>Transact         | 5. Number<br>iorDerivative                  |   |  | 7. Title and Amount of<br>Underlying Securities                   |  |

Underlying Securities D

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| Security<br>(Instr. 3)               | or Exercise<br>Price of<br>Derivative<br>Security |            | any<br>(Month/Day/Year) | (Instr. 8) Acquire<br>or Disp<br>(D) |        | nstr. 3, 4, |                     | 'Year)             | (Instr. 3 and 4) |                                     | S<br>( |
|--------------------------------------|---|------------|-------------------------|--------------------------------------|--------|-------------|---------------------|--------------------|------------------|-------------------------------------|--------|
|                                      |   |            |                         | Code V                               | (A)    | (D)         | Date<br>Exercisable | Expiration<br>Date | Title            | Amount<br>or<br>Number<br>of Shares |        |
| Stock<br>Option<br>(right to<br>buy) | \$ 103.26   | 01/29/2018 |                         | А                                    | 33,881 |             | <u>(1)</u>          | 01/29/2028         | Common<br>Stock  | 33,881                              |        |

## **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |             |       |  |  |  |
|---|---------------|-----------|-------------|-------|--|--|--|
|   | Director      | 10% Owner | Officer     | Other |  |  |  |
| Alles Mark J<br>C/O CELGENE CORPORATION<br>86 MORRIS AVENUE<br>SUMMIT, NJ 07901 | Х             |           | See Remarks |       |  |  |  |
| Signatures  |               |           |             |       |  |  |  |
| /s/ Peter N. Kellogg,<br>Attorney-in-Fact                                       | 0             | 1/31/2018 |             |       |  |  |  |
| **Signature of Reporting Person   |               | Date      |             |       |  |  |  |

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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 immediately exercisable and will vest as follows: 8,470 shares on January 29, 2019; 8,470 shares on January 29, 2020; 8,470 shares on January 29, 2021; and 8,471 shares on January 29, 2022.
- (2) The option was issued pursuant to the Company's 2017 Stock Incentive Plan.

### **Remarks:**

#### Chief Executive Officer

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 form displays a currently valid OMB number.

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