

CELGENE CORP /DE/  
Form 8-K  
June 26, 2014

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): June 24, 2014**

**CELGENE CORPORATION**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other Jurisdiction of**  
**Incorporation)**

**001-34912**  
**(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**

**(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))

**ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS;  
APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF  
CERTAIN OFFICERS.**

(b) It is with great sadness that Celgene Corporation (NASDAQ: CELG) announced today that Rodman L. Drake, a member of its Board of Directors since 2006, passed away on Tuesday, June 24, 2014. Mr. Drake served as Chairman of the Company's Management Compensation and Development Committee since June 2007 and was a member of the Nominating, Governance and Compliance Committee since April 2006. He had a long and distinguished career in strategy and organizational design and was most recently the Managing Director of Baringo Capital, LLC, a private equity group he co-founded. His leadership and friendship will be greatly missed. Reference is made to the press release attached to this report as Exhibit 99.1.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits

99.1 Press Release dated June 26, 2014

**SIGNATURES**

Pursuant to the requirements of the Securities and 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**

Date: June 26, 2014

By: /s/ Robert J. Hugin  
Robert J. Hugin  
Chairman and Chief Executive Officer

**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>                |
|---------------------------|-----------------------------------|
| 99.1                      | Press Release dated June 26, 2014 |