

ROHN WILLIAM R
Form 4
November 19, 2004

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ROHN WILLIAM R

(Last) (First) (Middle)

14 CAMBRIDGE CENTER

(Street)

CAMBRIDGE, MA 02142

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
BIOGEN IDEC INC [BIIB]

3. Date of Earliest Transaction
(Month/Day/Year)
11/17/2004

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Chief Operating Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/17/2004		M	V Amount (A) or (D) Price 75,000 A \$ 6.9167	140,462	D	
Common Stock	11/17/2004		S ⁽¹⁾	300 D \$ 57.91	139,862	D	
Common Stock	11/17/2004		S ⁽¹⁾	500 D \$ 57.92	139,362	D	
Common Stock	11/17/2004		S ⁽¹⁾	1,900 D \$ 57.93	137,462	D	
Common Stock	11/17/2004		S ⁽¹⁾	1,200 D \$ 57.94	136,262	D	

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Common Stock	11/17/2004	<u>S(1)</u>	2,100	D	\$ 57.97	134,162	D
Common Stock	11/17/2004	<u>S(1)</u>	2,000	D	\$ 58	132,162	D
Common Stock	11/17/2004	<u>S(1)</u>	2,600	D	\$ 58.01	129,562	D
Common Stock	11/17/2004	<u>S(1)</u>	1,900	D	\$ 58.02	127,662	D
Common Stock	11/17/2004	<u>S(1)</u>	3,000	D	\$ 58.03	124,662	D
Common Stock	11/17/2004	<u>S(1)</u>	100	D	\$ 58.04	124,562	D
Common Stock	11/17/2004	<u>S(1)</u>	6,700	D	\$ 58.05	117,862	D
Common Stock	11/17/2004	<u>S(1)</u>	2,100	D	\$ 58.06	115,762	D
Common Stock	11/17/2004	<u>S(1)</u>	2,700	D	\$ 58.07	113,062	D
Common Stock	11/17/2004	<u>S(1)</u>	2,000	D	\$ 58.08	111,062	D
Common Stock	11/17/2004	<u>S(1)</u>	5,100	D	\$ 58.09	105,962	D
Common Stock	11/17/2004	<u>S(1)</u>	6,300	D	\$ 58.1	99,662	D
Common Stock	11/17/2004	<u>S(1)</u>	1,400	D	\$ 58.11	98,262	D
Common Stock	11/17/2004	<u>S(1)</u>	1,500	D	\$ 58.12	96,762	D
Common Stock	11/17/2004	<u>S(1)</u>	100	D	\$ 58.13	96,962	D
Common Stock	11/17/2004	<u>S(1)</u>	300	D	\$ 58.15	96,662	D
Common Stock	11/17/2004	<u>S(1)</u>	14,300	D	\$ 58.16	82,362	D
Common Stock	11/17/2004	<u>S(1)</u>	5,400	D	\$ 58.17	76,962	D
Common Stock	11/17/2004	<u>S(1)</u>	1,800	D	\$ 58.18	75,162	D
Common Stock	11/17/2004	<u>S(1)</u>	2,000	D	\$ 58.19	73,162	D
	11/17/2004	<u>S(1)</u>	4,800	D	\$ 58.2	68,362	D

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Common
Stock

Common Stock 11/17/2004 S⁽¹⁾ 200 D \$ 58.21 68,162 D

Common Stock 6,000 I by Spouse

Common Stock 377,388 I by Trust

Common Stock 20,301.7731 D

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right-to-buy) (2)	\$ 6.9167	11/17/2004		M		75,000		(3)	02/05/2008	Common Stock	75,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROHN WILLIAM R 14 CAMBRIDGE CENTER CAMBRIDGE, MA 02142			Chief Operating Officer	

Signatures

By: Benjamin S. Harshbarger For: William R.
Rohn

11/19/2004

__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) Sale pursuant to a trading plan intended to comply with Rule 10b5-1 of the Securities Exchange Act of 1934.
- (2) Granted under one of the Issuer's stock option plans, in an exempt transaction under SEC rule 16(b)-3(d).
- (3) Option became exercisable as to 25% of the optioned shares on 1/01/99 and as to the balance of the shares in 36 equal monthly installments thereafter.

Remarks:

This is the first of two Form 4 filings which together represent the exercise of an aggregate of 75,000 Issuer options on 11/17/2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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