

BIOGEN IDEC INC.
Form 4
April 15, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MULLEN JAMES C

(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)
04/11/2008

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)

CEO & President

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 | | |
| Common Stock | 04/11/2008 | | M ⁽¹⁾ | | \$ 37.45 | D | 481,500 ⁽²⁾ |
| Common Stock | 04/11/2008 | | M ⁽¹⁾ | | \$ 43.5 | D | 631,500 |
| Common Stock | 04/11/2008 | | M ⁽¹⁾ | | \$ 45.46 | D | 775,250 |
| Common Stock | 04/11/2008 | | M ⁽¹⁾ | | \$ 44.59 | D | 882,250 |
| Common Stock | 04/11/2008 | | S ⁽¹⁾ | | \$ 64.04 | D | 881,750 |

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| | | | | | | | |
|--------------|------------|-------------|--------|---|----------|---------|---|
| Common Stock | 04/11/2008 | <u>S(1)</u> | 700 | D | \$ 64.06 | 881,050 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 100 | D | \$ 64.07 | 880,950 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 300 | D | \$ 64.08 | 880,650 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 300 | D | \$ 64.09 | 880,350 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 2,298 | D | \$ 64.1 | 878,052 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 2,802 | D | \$ 64.11 | 875,250 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 2,700 | D | \$ 64.13 | 872,550 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 1,900 | D | \$ 64.14 | 870,650 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 2,400 | D | \$ 64.15 | 868,250 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 1,700 | D | \$ 64.16 | 866,550 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 2,300 | D | \$ 64.17 | 864,250 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 456 | D | \$ 64.18 | 863,794 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 2,800 | D | \$ 64.19 | 860,994 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 1,444 | D | \$ 64.2 | 859,550 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 2,200 | D | \$ 64.21 | 857,350 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 3,110 | D | \$ 64.22 | 854,240 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 5,492 | D | \$ 64.23 | 848,748 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 5,389 | D | \$ 64.24 | 843,359 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 4,042 | D | \$ 64.25 | 839,317 | D |
| Common Stock | 04/11/2008 | <u>S(1)</u> | 12,620 | D | \$ 64.26 | 826,697 | D |
| | 04/11/2008 | <u>S(1)</u> | 8,316 | D | | 818,381 | D |

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|--------------|------------|--|------------------|-------|----------|----------|---------|---|-----------|
| Common Stock | | | | | \$ 64.27 | | | | |
| Common Stock | 04/11/2008 | | S ⁽¹⁾ | 4,277 | D | \$ 64.28 | 814,104 | D | |
| Common Stock | 04/11/2008 | | S ⁽¹⁾ | 5,781 | D | \$ 64.29 | 808,323 | D | |
| Common Stock | | | | | | | 104,708 | I | 2008 GRAT |
| Common Stock | | | | | | | 44,252 | I | 2006 GRAT |

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 of 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) | \$ 43.5 | 04/11/2008 | | M ⁽¹⁾ | 150,000 | ⁽³⁾ | 02/06/2014 | Common Stock | 150,000 |
| Stock Option (right to buy) | \$ 44.59 | 04/11/2008 | | M ⁽¹⁾ | 107,000 | ⁽⁵⁾ | 02/07/2016 | Common Stock | 107,000 |
| Stock Option (right to buy) | \$ 45.46 | 04/11/2008 | | M ⁽¹⁾ | 143,750 | ⁽⁶⁾ | 12/15/2010 | Common Stock | 143,750 |
| Stock Option (right to buy) | \$ 37.45 | 04/11/2008 | | M ⁽¹⁾ | 345,000 | ⁽⁷⁾ | 12/06/2012 | Common Stock | 345,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MULLEN JAMES C 14 CAMBRIDGE CENTER CAMBRIDGE, MA 02142 | X | | CEO & President | |

Signatures

| | |
|--|------------|
| Marcia J. Gookin, Attorney in fact for James C. Mullen | 04/15/2008 |
| __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) Exercise/sale pursuant to a trading plan intended to comply with Rule 10b5-1 of the Securities Exchange Act of 1934.
- (2) Excludes 104,708 shares previously owned directly which were contributed to a grantor retained annuity trust in March 2008
- (3) The stock options become exercisable in four (4) equal annual installments on 12/31/04, 12/31/05, 12/31/06 and 12/31/07.
- (4) Granted under one of the Issuer's stock option plans, in an exempt transaction under SEC Rule 16(b)-3(d).
- (5) The stock option becomes exercisable in four (4) equal annual installments, commencing one year after the grant date of 02/07/06.
- (6) The stock option became exercisable in seven (7) equal annual installments, commencing one year after the grant date of 12/15/00.
- (7) The stock option became exercisable in four (4) equal annual installments, commencing one year after the grant date of 12/06/02.

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.