Gilman Michael Form 4 January 03, 2005

FORM 4

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

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16. Form 4 or

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

(Last)

Stock

Stock

Common

1. Name and Address of Reporting Person * Gilman Michael

14 CAMBRIDGE CENTER

CAMBRIDGE, MA 02142

(Street)

(Ctata)

12/28/2004

(First)

(Middle)

(7:m)

4. If Amendment, Date Original

2. Issuer Name and Ticker or Trading Symbol

BIOGEN IDEC INC [BIIB]

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

12/28/2004

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Director 10% Owner X_ Officer (give title _ Other (specify below)

EVP - Research

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

D

Person

45.46

\$ 67.5 23,000

(City)	(State) (Table Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 3, 4 and 5)			d of (D)	5. Amount of 6. Securities Ownership Beneficially Form: Direction (D) or Following Indirect (D)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	12/28/2004		M	7,000	A	\$ 44.54	7,000	D	
Common Stock	12/28/2004		S <u>(1)</u>	6,910	D	\$ 67.5	90	D	
Common Stock	12/28/2004		S <u>(1)</u>	90	D	\$ 67.53	0	D	
Common	12/28/2004		M	5,750	A	\$ 45.46	28,750	D	

5,750

D

 $S^{(1)}$

Common Stock

13,176.3147 D

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

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SEC 1474

(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. Transacti Code (Instr. 8)	5. Number on 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	Amoun or Number of Shares
Stock Option (right-to-buy)	\$ 44.54	12/28/2004		M	7,000	(3)	05/17/2009	Common Stock	7,000
Stock Option (right-to-buy)	\$ 45.46	12/28/2004		M	5,750	<u>(4)</u>	12/15/2010	Common Stock	5,750

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Gilman Michael 14 CAMBRIDGE CENTER CAMBRIDGE, MA 02142			EVP - Research				

Signatures

By: Benjamin S. Harshbarger; For: Michael Gilman 12/31/2004

**Signature of Reporting Person Date

Reporting Owners 2

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) The stock option became exercisable in five (5) equal annual installments, commencing one year after the grant date of 05/17/99.
- (4) The stock option became exercisable in five (5) equal annual installments, commencing one year after the grant date of 12/15/00.

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.