Clancy Paul J
Form 4
February 03, 2012

# FORM 4

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

**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

| | |
|---|---|
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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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Clancy Paul J

(Last) (First) (Middle)

BIOGEN IDEC INC., 133 BOSTON POST ROAD

(Street)

WESTON, MA 02493

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/01/2012

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)
Executive VP and CFO

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) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 02/01/2012 | | M(1) | | 13,000 | A | $ 43.5 | 34,168 | D | |
| Common Stock | 02/01/2012 | | M(1) | | 8,400 | A | $ 67.57 | 42,568 | D | |
| Common Stock | 02/01/2012 | | S(1) | | 13,000 | D | $ 120 (2) (3) | 29,568 | D | |
| Common Stock | 02/01/2012 | | S(1) | | 8,400 | D | $ 120 | 21,168 | 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. 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) | | 8 D S ( |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Stock Option (Right to Buy) | $ 43.5 | 02/01/2012 | | M[(1)] | | | 13,000 | [(4)] | 02/06/2014 | Common Stock | 13,000 | |
| Stock Option (Right to Buy) | $ 67.57 | 02/01/2012 | | M[(1)] | | | 8,400 | [(5)] | 02/17/2015 | Common Stock | 8,400 | |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| Clancy Paul J<br>BIOGEN IDEC INC.<br>133 BOSTON POST ROAD<br>WESTON, MA 02493 | | | Executive VP and CFO | |

# Signatures

/s/ Aras Lapinskas, Attorney in Fact for Paul J. Clancy — 02/03/2012

[**]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)** This represents the weighted average price for shares sold at a range between $120.00 (low) and $120.01 (high).

**(3)** Full information regarding the number of shares sold at each separate price will be provided upon request by the SEC staff, the issuer, or a security holder of the issuer.

**(4)** The stock option becomes exercisable in four(4) equal annual installments, commencing one year after the grant date of 02/06/04.

**(5)** The stock option becomes exercisable in four (4) equal annual installments, commencing one year after the grant date of 02/17/05.

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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