## 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).

FORM 4

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL								
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1. Name and Address of Reporting Person* <u>CAPELLO JEFFREY D</u>			2. Issuer Name and Ticker or Trading Symbol BIOGEN INC. [BIIB]		ionship of Reporting Perso all applicable) Director	n(s) to Issuer 10% Owner	
(Last) BIOGEN INC. 225 BINNEY ST	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/12/2020	X	Officer (give title below) EVP & Chief Finance	Other (specify below) cial Officer	
(Street) CAMBRIDGE MA 02142		02142	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)					

## 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)			4. Securities A Disposed Of (			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount (A) or (D) Price		Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	02/12/2020		М		1,919	Α	\$ <mark>0</mark>	3,732	D	
Common Stock	02/12/2020		F		614	D	\$331.76	3,118	D	

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. Transa Code ( 8)		Derivati Securiti Acquire Dispose	Number of erivative ecurities cquired (A) or isposed of (D) nstr. 3, 4 and 5)		te of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)		
Restricted Stock Unit	\$0	02/12/2020		Α		10,550		(1)	02/12/2023	Common Stock	10,550	\$ <mark>0</mark>	10,550	D	
Restricted Stock Unit	\$ <mark>0</mark>	02/12/2020		М			1,919	(1)	02/12/2022	Common Stock	1,919	\$ <mark>0</mark>	10,601	D	
Restricted Stock Unit	\$0	02/12/2020		J			2,253 <sup>(2)</sup>	(1)	02/12/2022	Common Stock	2,253	\$ <mark>0</mark>	8,348	D	

## Explanation of Responses:

1. The number of RSUs reported represents the maximum possible number of shares that are eligible for vesting, which is 200% of the number of shares at target payout. One-third of these RSUs are eligible to vest on each of the first three anniversaries of the grant date. The actual number of shares that will vest on each vesting date will be determined by comparing the price of Biogen common stock on such vesting date to the price on the grant date (i.e., number of vested shares = number of shares at target payout times [the 30-day average closing stock price ending on the vesting date divided by the 30-day average closing stock price following and including the grant date]).

2. This represents the difference between the maximum possible number of shares that were eligible for vesting and the actual number that vested.

/s/ Suzanne Murray, Attorney in Fact for Jeffrey Capello 02/14/2020

\*\* Signature of Reporting Person Date

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

\* 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).

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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