SEC Form 4

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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| | | | or Section 30(h) of the Investment Company Act of 1940 | | | | | | | |
|--------------------------|-------------------------|----------|--|------------|---|-----------------------|--|--|--|--|
| | dress of Reporting | Person* | 2. Issuer Name and Ticker or Trading Symbol BIOGEN IDEC INC [BIIB] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| <u>BEST LAWRENCE C</u> | | | | X | Director | 10% Owner | | | | |
| (Last) C/O BOSTO | (First) N SCIENTIFIC | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 01/02/2004 | | Officer (give title below) | Other (specify below) | | | | |
| ONE BOSTON SCIENTIFIC PL | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv | vidual or Joint/Group Filing (Check Applicab | | | | | |
| (Street) NATICK | NATICK MA 01760-1537 | | _ | Line) X | 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) | | | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1150.4) |

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) | | 5. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and | ed ed nstr. | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 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 | | | | |
| Non- Qualified Stock Option (right to buy) ⁽¹⁾ | \$ 36.94 | 01/02/2004 | | A | | 12,500 | | 01/02/2004 ⁽²⁾ | 01/01/2014 | Common Stock | 12,500 | (1) | 12,500 | D | |

Explanation of Responses:

1. Granted under Issuer's 1993 Non-Employee Director's Stock Option Plan in a transaction exempt under 16(b)3(d).

2. Immediately exercisable for all the option shares on 1/2/2004 subject to Issuer's repurchase rights which lapse on 1/2/2005.

By: Benjamin S. Harshbarger

For: Lawrence Best

01/02/2004

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.