

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>ROHN WILLIAM R</u>  (Last) (First) (Middle) <u>C/O CERUS CORP</u> <u>2411 STENWELL DRIVE</u>  (Street) <u>CONCORD CA 94520</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BIOGEN IDEC INC [ BIIB ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)  <u>Exec VP &amp; COO / Exec VP &amp; COO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/21/2004</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	01/21/2004		M		400	A	\$6.1875	400	D	
Common Stock	01/21/2004		S <sup>(1)</sup>		400	D	\$45.05	0	D	
Common Stock	01/21/2004		M		200	A	\$6.1875	200	D	
Common Stock	01/21/2004		S <sup>(1)</sup>		200	D	\$45.04	0	D	
Common Stock	01/21/2004		M		1,700	A	\$6.1875	1,700	D	
Common Stock	01/21/2004		S <sup>(1)</sup>		1,700	D	\$45.03	0	D	
Common Stock	01/21/2004		M		470	A	\$6.1875	470	D	
Common Stock	01/21/2004		S <sup>(1)</sup>		470	D	\$45.014	0	D	
Common Stock	01/21/2004		M		2,170	A	\$6.1875	2,170	D	
Common Stock	01/21/2004		S <sup>(1)</sup>		2,170	D	\$45.013	0	D	
Common Stock	01/21/2004		M		7,360	A	\$6.1875	7,360	D	
Common Stock	01/21/2004		S <sup>(1)</sup>		7,360	D	\$45.01	0	D	
Common Stock	01/21/2004		M		500	A	\$6.1875	500	D	
Common Stock	01/21/2004		S <sup>(1)</sup>		500	D	\$45.007	0	D	
Common Stock	01/21/2004		M		12,200	A	\$6.1875	12,200	D	
Common Stock	01/21/2004		S <sup>(1)</sup>		12,200	D	\$45	0	D	
Common Stock								6,000	I	by Spouse
Common Stock <sup>(2)</sup>								377,388	I	by Trust

**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 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
Incentive Stock Option (right to buy) <sup>(2)</sup>	\$6.1875	01/21/2004		M			400	04/15/1999 <sup>(3)</sup>	04/14/2008	Common Stock	400	(2)	122,875	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. 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 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				
Incentive Stock Option (right to buy) <sup>(2)</sup>	\$6.1875	01/21/2004		M			200	04/15/1999 <sup>(3)</sup>	04/14/2008	Common Stock	200	(2)	122,675	D	
Incentive Stock Option (right to buy) <sup>(2)</sup>	\$6.1875	01/21/2004		M			1,700	04/15/1999 <sup>(3)</sup>	04/14/2008	Common Stock	1,700	(2)	120,975	D	
Incentive Stock Option (right to buy) <sup>(2)</sup>	\$6.1875	01/21/2004		M			470	04/15/1999 <sup>(3)</sup>	04/14/2008	Common Stock	470	(2)	120,505	D	
Incentive Stock Option (right to buy) <sup>(2)</sup>	\$6.1875	01/21/2004		M			2,170	04/15/1999 <sup>(3)</sup>	04/14/2008	Common Stock	2,170	(2)	118,335	D	
Incentive Stock Option (right to buy) <sup>(2)</sup>	\$6.1875	01/21/2004		M			7,360	04/15/1999 <sup>(3)</sup>	04/14/2008	Common Stock	7,360	(2)	110,975	D	
Incentive Stock Option (right to buy) <sup>(2)</sup>	\$6.1875	01/21/2004		M			500	04/15/1999 <sup>(3)</sup>	04/14/2008	Common Stock	500	(2)	110,475	D	
Incentive Stock Option (right to buy) <sup>(2)</sup>	\$6.1875	01/21/2004		M			12,200	04/15/1999 <sup>(3)</sup>	04/14/2008	Common Stock	12,200	(2)	98,275	D	

**Explanation of Responses:**

1. Represents sale by William Rohn pursuant to a qualified written selling plan under SEC rule 10b5-1.
2. Granted under Issuer's Employee Stock Option Plan, in an exempt transaction under SEC rule 16b-3(d).
3. Option became exercisable as to 25% of the optioned shares on 4/15/99 and as to the balance of the shares in 36 equal monthly installments thereafter.

By: Pamela A. Blas For: 01/23/2004  
William Rohn

\*\* 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.**