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

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

1. Name and Address of Reporting Person* GOOD MARY L									ker or Tradin <u>INC</u> [BI				Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) 14 CAM	st) (First) (Middle) CAMBRIDGE CENTER					3. Date of Earliest Transaction (Month/Day/Year) 11/12/2003									Officer (give title Other (specify below) below)			ecify
(Street) CAMBRIDGE MA 02142					4. 1	f Amer	ndment, [Oate (of Original Fi	led (I	Month/Da		Individual or Joint/Group Filing (Check Applicable 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																		
Date			Date	h/Day/Year) i		2A. Deemed Execution Date, f any Month/Day/Yea		Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)			Beneficia Owned F	s ally following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		Nature f Indirect eneficial wnership	
									Code	,	Amount	(A) or (D)	Price	Transact	Reported Transaction(s) (Instr. 3 and 4)		("	(Instr. 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 D if any (Month/Day)	I 4 Date, T	ransaction		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisal Expiration Date (Month/Day/Year		able and 7. Title of Sec ur) Under		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Owner Form: Direct or Ind (I) (Ins	(D) rect	Beneficial Ownership (Instr. 4)
				c	Code	v	(A)	(D)	Date Exercisable		piration te	Title	Amount or Number of Shares					
1985 NQ Stock Option	\$14.48	11/12/2003			A		34,500		(1)	06.	/05/2007	Common Stock	34,500	\$0 ⁽²⁾⁽³⁾	34,500	D		
1985 NQ Stock Option	\$53.97	11/12/2003			A		34,500		(4)	06.	/05/2010	Common Stock	34,500	\$ 0 ⁽²⁾⁽³⁾	34,500	D		
1985 NQ Stock Option	\$41.11	11/12/2003			A		11,500		(5)	06.	/05/2013	Common Stock	11,500	\$0 ⁽²⁾⁽³⁾	11,500	D		

Explanation of Responses:

- 1. The stock option became exercisable in three (3) equal annual installments, commencing one year after the grant date of 06/05/97.
- 2. The securities reported on this form were acquired by the reporting person in the merger of Bridges Merger Corporation, a wholly owned subsidiary of the Issuer, with and into Biogen, Inc. ("Biogen") effective on November 12, 2003 (the "Merger"). In the Merger, each share of common stock of Biogen, Inc. was exchanged for 1.15 (the "Exchange Ratio") shares of common stock of the Issuer. In connection with the Merger, the Issuer assumed all options outstanding at the effective time of the merger under Biogen's existing stock option plans, including the options being reported on this form by the reporting person. Each such Biogen stock option is now exercisable for shares of the Issuer's common stock. The exercise price for each share of Issuer common stock is calculated by dividing the exercise price of the option immediately prior to the Merger for a share of common stock by the Exchange Ratio (rounded up to the nearest cent).
- 3. continued from footnote 2. The number of shares Issuer common stock for which an assumed option may be exercised is calculated by multiplying the number of shares of Biogen common stock for which the option was exercisable immediately prior to the merger by the Exchange Ratio (rounded down to the nearest whole share).
- 4. The stock option became exercisable in three (3) equal annual installments, commencing one year after the grant date of 06/05/00.
- 5. The stock option became exercisable in three (3) annual installments of 4,000, 3,000 and 3,000 shares on each of the first three anniverseraries of the grant date of 06/05/03.

11/12/2003 Mary L. Good

** 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.