

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	
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1. Name and Address of Reporting Person* <u>MATSUI CONNIE</u> _____ (Last) (First) (Middle) 3030 CALLAN RD _____ (Street) SAN DIEGO CA 92121 _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>BIOGEN IDEC INC [BIIB]</u> _____ 3. Date of Earliest Transaction (Month/Day/Year) 11/19/2003 _____ 4. If Amendment, Date of Original Filed (Month/Day/Year)			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) Sr V P, Planning& Resource Dev / Sr V P, Planning& Resource Dev _____ 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
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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	11/19/2003		M		17,426	A	\$3.5	182,823	D	
Common Stock	11/19/2003		S		17,426	D	\$35.0445	165,397	D	
Common Stock	11/19/2003		M		600	A	\$6.3125	165,997	D	
Common Stock	11/19/2003		S		600	D	\$35.0445	165,397	D	
Common Stock	11/19/2003		M		21,974	A	\$6.9167	187,371	D	
Common Stock	11/19/2003		S		21,974	D	\$35.0445	165,397	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					
Incentive Stock Option (right to buy) ⁽¹⁾	\$3.5	11/19/2003		M			17,426	01/01/1998 ⁽²⁾	01/14/2007	Common Stock	17,426	(1)	0	D
Incentive Stock Option (right to buy) ⁽¹⁾	\$6.3125	11/19/2003		M			600	11/19/1998 ⁽³⁾	11/18/2007	Common Stock	600	(1)	0	D
Incentive Stock Option (right to buy) ⁽¹⁾	\$6.9167	11/19/2003		M			21,974	01/01/1999 ⁽⁴⁾	02/04/2008	Common Stock	21,974	(1)	147,998	D

Explanation of Responses:

- Granted under Issuer's Employee Stock Option Plan, in an exempt transaction under SEC rule 16b-3(d).
- Option became exercisable as to 25% of the optioned shares on 1/01/98 and as to the balance of the shares in 36 equal monthly installments thereafter.
- Option becomes exercisable as to 100% of the optioned shares on 11/19/03, subject to acceleration in the event the Issuer was to achieve a designated milestone.
- Option became exercisable as to 25% of the optioned shares on 1/01/99 and as to the balance of the shares in 36 equal monthly installments thereafter.

By: Pamela A. Blas For: 11/19/2003
Connie Matsui

** 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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