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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): January 28, 2008**

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**BIOGEN IDEC INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

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(State or other jurisdiction of incorporation)

0-19311

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(Commission File Number)

33-0112644

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(IRS Employer Identification No.)

14 Cambridge Center, Cambridge, Massachusetts

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(Address of principal executive offices)

02142

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(Zip Code)

**Registrant's telephone number, including area code: (617) 679-2000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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### **Item 8.01 Other Events**

On January 28, 2008, the registrant issued a press release reporting that it had received a notice from Icahn Partners LP and certain of its affiliates for the nomination of three individuals, Alexander J. Denner, Richard C. Mulligan and Anne B. Young, to the registrant's Board of Directors at the registrant's 2008 annual meeting of stockholders. The notice also includes a proposal to amend the registrant's bylaws to set the size of the Board of Directors at 12.

A copy of the press release is furnished as Exhibit 99.1 and is incorporated herein by reference.

### **Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Registrant's Press Release dated January 28, 2008.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**BIOGEN IDEC INC.**

Date: January 28, 2008

/s/ Robert A. Licht

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Robert A. Licht

Vice President and Assistant Secretary

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EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
99.1	Registrant's Press Release dated January 28, 2008.



**For More Information Contact:**

**Biogen Idec Media Contact:**

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Director, Public Affairs  
(617) 914-6524

**Biogen Idec Investor Relations Contact:**

Keith Regnante  
Director, Investor Relations  
(617) 679-2812

**BIOGEN IDEC RECEIVES DIRECTOR NOMINATION PROPOSAL**

**CAMBRIDGE, MA, JANUARY 28, 2008** — Biogen Idec (NASDAQ: BIIB) today announced that it has received notice from Icahn Partners LP and certain of its affiliates for the nomination of three individuals, Alexander J. Denner, Richard C. Mulligan and Anne B. Young, to Biogen Idec's Board of Directors at the Company's 2008 Annual Meeting.

The notice also includes a proposal to amend the Company's bylaws to set the size of the Board at 12.

Biogen Idec's Board said it will review the notice and consider it in light of the best interests of all shareholders of the Company.

**About Biogen Idec**

Biogen Idec creates new standards of care in therapeutic areas with high unmet medical needs. Founded in 1978, Biogen Idec is a global leader in the discovery, development, manufacturing, and commercialization of innovative therapies. Patients in more than 90 countries benefit from Biogen Idec's significant products that address diseases such as lymphoma, multiple sclerosis, and rheumatoid arthritis. For product labeling, press releases and additional information about the company, please visit [www.biogenidec.com](http://www.biogenidec.com).

**Important Information**

Biogen Idec and its directors, executive officers and other members of its management and employees may be deemed to be participants in the solicitation of proxies from the stockholders of Biogen Idec in connection with the Company's 2008 annual meeting of stockholders. Information concerning the interests of participants in the solicitation of proxies will be included in any proxy statement filed by Biogen Idec in connection with the Company's 2008 annual meeting of stockholders.

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In addition, Biogen Idec files annual, quarterly and special reports with the Securities and Exchange Commission (the "SEC"). The proxy statements and other reports, when available, can be obtained free of charge at the SEC's web site at [www.sec.gov](http://www.sec.gov) or from Biogen Idec at [www.biogenidec.com](http://www.biogenidec.com). Biogen Idec stockholders are advised to read carefully any proxy statement filed in connection with the Company's 2008 annual meeting of stockholders when it becomes available before making any voting or investment decision. The Company's proxy statement will also be available for free by writing to Biogen Idec Inc., 14 Cambridge Center, Cambridge, MA 02142. In addition, copies of the proxy materials may be requested from our proxy solicitor, Innisfree M&A Incorporated, by toll-free telephone at (877) 750-5836 or by e-mail at [info@innisfreema.com](mailto:info@innisfreema.com).

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