

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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|--|---------|----------|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person* ALEXANDER SUSAN H | | | 2. Issuer Name and Ticker or Trading Symbol BIOGEN INC. [BIIB] | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP, Chief Legal Officer | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 02/28/2017 | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| BIOGEN INC. 225 BINNEY STREET | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) CAMBRIDGE MA 02142 | | | | | | | | |
| (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) | 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 | 02/28/2017 ⁽¹⁾ | | M | | 728 | A | \$0 | 32,568 | D | |
| Common Stock | 02/28/2017 ⁽¹⁾ | | F | | 335 | D | \$284.75 | 32,233 | D | |
| Common Stock | 02/28/2017 ⁽²⁾ | | M | | 1,375 | A | \$0 | 33,608 | D | |
| Common Stock | 02/28/2017 ⁽²⁾ | | F | | 447 | D | \$287.63 | 33,161 | D | |
| Common Stock | 02/28/2017 ⁽³⁾ | | M | | 1,259 | A | \$0 | 34,420 | D | |
| Common Stock | 02/28/2017 ⁽³⁾ | | F | | 593 | D | \$274.76 | 33,827 | D | |
| Common Stock | 02/28/2017 ⁽³⁾ | | M | | 2,197 | A | \$0 | 36,024 | D | |
| Common Stock | 02/28/2017 ⁽³⁾ | | F | | 1,034 | D | \$274.76 | 34,990 | 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 | | | | |
| Restricted Stock Unit | \$0 | 02/28/2017 | | J | | 1,477 ⁽⁴⁾ | | (5) | 02/12/2017 | Common Stock | 1,477 | \$0 | 1,259 | D | |
| Restricted Stock Unit | \$0 | 02/28/2017 | | J | | 1,103 ⁽⁴⁾ | | (6) | 02/22/2019 | Common Stock | 1,103 | \$0 | 6,335 | D | |
| Restricted Stock Unit | \$0 | 02/28/2017 | | J | | 1,216 ⁽⁴⁾ | | (5) | 02/23/2018 | Common Stock | 1,216 | \$0 | 2,676 | D | |
| Restricted Stock Unit | \$0 | 02/28/2017 ⁽¹⁾ | | M | | 728 ⁽⁷⁾ | | (5) | 02/23/2018 | Common Stock | 728 ⁽⁷⁾ | \$0 | 1,948 ⁽⁷⁾ | D | |
| Restricted Stock Unit | \$0 | 02/28/2017 ⁽²⁾ | | M | | 1,375 ⁽⁸⁾ | | (6) | 02/22/2019 | Common Stock | 1,375 ⁽⁸⁾ | \$0 | 4,960 ⁽⁸⁾ | D | |
| Restricted Stock Unit | \$0 | 02/28/2017 ⁽³⁾ | | M | | 1,259 ⁽⁹⁾ | | (5) | 02/12/2017 | Common Stock | 1,259 ⁽⁹⁾ | \$0 | 0 ⁽⁹⁾ | D | |
| Restricted Stock Unit | \$0 | 02/28/2017 ⁽³⁾ | | M | | 2,197 ⁽¹⁰⁾ | | (11) | 02/12/2017 | Common Stock | 2,197 ⁽¹⁰⁾ | \$0 | 1 ⁽¹⁰⁾ | D | |
| Restricted Stock Unit | \$0 | 02/28/2017 | | J | | 1 | | (11) | 02/12/2017 | Common Stock | 1 | \$0 | 0 | D | |

Explanation of Responses:

- This award vested on 2/23/2017 and the actual number of shares that vested was determined in accordance with the terms of such award. Due to adjustments to the award to account for the Bioverativ Inc. spin-off, the number of vested shares was not determinable until 2/28/2017. Such adjusted number of vested shares was distributed to the reporting person on 2/28/2017.
- This award vested on 2/22/2017 and the actual number of shares that vested was determined in accordance with the terms of such award. Due to adjustments to the award to account for the Bioverativ Inc. spin-off, the number of vested shares was not determinable until 2/28/2017. Such adjusted number of vested shares was distributed to the reporting person on 2/28/2017.
- This award vested on 2/12/2017 and the actual number of shares that vested was determined in accordance with the terms of such award. Due to adjustments to the award to account for the Bioverativ Inc. spin-off, the number of vested shares was not determinable until 2/28/2017. Such adjusted number of vested shares was distributed to the reporting person on 2/28/2017.
- This represents the difference between the maximum possible number of shares that were eligible for vesting and the actual number that vested.
- The number of RSUs reported represents the maximum possible number of shares that are eligible for vesting, which is 200% of the number of shares at target payout. One-third of these RSUs are eligible to vest on each of the first three anniversaries of the grant date. The actual number of shares that will vest on each vesting date will be determined by comparing the price of Biogen common stock on such vesting date to the price on the grant date (i.e., number of vested shares = number of shares at target payout times [the 30-day average closing stock price ending on the vesting date divided by the 30-day average closing stock price on the grant date]).

6. The number of RSUs reported represents the maximum possible number of shares that are eligible for vesting, which is 200% of the number of shares at target payout. One-third of these RSUs are eligible to vest on each of the first three anniversaries of the grant date. The actual number of shares that will vest on each vesting date will be determined by comparing the price of Biogen common stock on such vesting date to the price on the grant date (i.e., number of vested shares = number of shares at target payout times [the 30-day average closing stock price ending on the vesting date divided by the 30-day average closing stock price on the grant date]).

7. This award was previously reported as covering 3,802 shares, but was adjusted pursuant to the anti-dilution provisions of the award in connection with the spin-off of Bioverativ Inc. on February 1, 2017.

8. This award was previously reported as covering 7,270 shares, but was adjusted pursuant to the anti-dilution provisions of the award in connection with the spin-off of Bioverativ Inc. on February 1, 2017.

9. This award was previously reported as covering 2,674 shares, but was adjusted pursuant to the anti-dilution provisions of the award in connection with the spin-off of Bioverativ Inc. on February 1, 2017.

10. This award was previously reported as covering 2,147 shares, but was adjusted pursuant to the anti-dilution provisions of the award in connection with the spin-off of Bioverativ Inc. on February 1, 2017.

11. The number of RSUs reported represents the maximum possible number of shares that are eligible for vesting, which is 150% of the number of shares at target payout. One-fourth of these RSUs are eligible to vest on each of the first four anniversaries of the grant date. The actual number of shares that will vest on each vesting date will be determined by comparing the price of Biogen Idec common stock on such vesting date to the price on the grant date (i.e., number of vested shares = number of shares at target payout times [the average 60 calendar-day closing stock price ending on the vesting date divided by the average 60 calendar-day closing stock price on the grant date]).

Steven Avruch, Attorney in Fact 03/02/2017
for Susan H. Alexander

** 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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