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SCHNEIER CRAIG ERIC

Form 4

February 15, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * SCHNEIER CRAIG ERIC | | | 2. Issuer Name and Ticker or Trading Symbol BIOGEN IDEC INC [BIIB] | 5. Relationship of Reporting Person(s) to Issuer | | |
|---|---------|----------|--|--|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | (Check all applicable) | | |
| | | | (Month/Day/Year) | Director 10% Owner | | |
| 14 CAMBRIDGE CENTER | | R | 02/14/2005 | _X_ Officer (give title Other (specify below) EVP, Human Resources | | |
| (Street) CAMBRIDGE, MA 02142 | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | |
| | | | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | |

| (City) | (State) | (Zip) Table | e I - Non-D |) erivative | Secur | ities Acq | uired, Disposed o | f, or Beneficial | ly Owned |
|--------------------------------------|---|---|--|----------------|------------------------------|----------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | (Instr. 3, | ispose 4 and (A) or | d of (D) 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) |
| Common Stock | 02/14/2005 | | Code V M | Amount 3,500 | (D) | Price \$ 37.45 | 32,250 | D | |
| Common Stock | 02/14/2005 | | S <u>(1)</u> | 3,500 | D | \$ 66.6 | 28,750 | D | |
| Common Stock | | | | | | | 16,301.934 | D | |
| Common Stock | | | | | | | 460 | I | by Spouse |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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. Transactic Code (Instr. 8) | 5. Number on f Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exer Expiration D (Month/Day/ | ate | d 7. Title and A Underlying S (Instr. 3 and | |
|---|---|---|---|--|--|---|--------------------|---|---------------------------------------|
| | | | | Code V | (Instr. 3, 4, and 5) (A) (D) | Date Exercisable | Expiration Date | Title | Amoun or Number of Shares |
| Stock Option (right-to-buy) | \$ 37.45 | 02/14/2005 | | M | 3,500 | <u>(3)</u> | 12/06/2012 | Common Stock | 3,500 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SCHNEIER CRAIG ERIC 14 CAMBRIDGE CENTER CAMBRIDGE, MA 02142

EVP, Human Resources

Signatures

By: Benjamin S. Harshbarger For: Craig Eric

Schneier 02/15/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Sale pursuant to a trading plan intended to comply with Rule 10b5-1 of the Securities Exchange Act of 1934.
- (2) Granted under one of the Issuer's stock option plans, in an exempt transaction under SEC rule 16(b)-3(d).
- (3) The stock option becomes exercisable in four (4) equal annual installments, commencing one year after the grant date of 12/06/02.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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