#### KELLOGG PETER N

Form 4

February 08, 2006

# FORM 4

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

**OMB** 3235-0287 Number:

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**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, 2005

Form 4 or Form 5 obligations may continue.

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

response... 0.5

10% Owner

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* KELLOGG PETER N

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

(Middle)

**BIOGEN IDEC INC [BIIB]** 

(Check all applicable)

(Last)

(First)

3. Date of Earliest Transaction

Director

14 CAMBRIDGE CENTER

(Month/Day/Year)

X\_ Officer (give title Other (specify below)

02/06/2006

EVP, Finance and CFO

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

CAMBIRIDGE, MA 02142

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Price

1.Title of Security (Instr. 3)

(Month/Day/Year) Execution Date, if

2. Transaction Date 2A. Deemed

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct (D) or Indirect (I) (Instr. 4)

Indirect Beneficial Ownership (Instr. 4)

(A) or

Code V Amount (D)

Transaction(s) (Instr. 3 and 4)

Common

Stock

16,353.546 (1) D

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)

### Edgar Filing: KELLOGG PETER N - Form 4

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. Transacti Code (Instr. 8)	5. Number of orDerivative 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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Stock option (right-to-buy)	\$ 44.24	02/06/2006		A	64,100	(3)	02/05/2016	Common Stock	64,1
Restrcited Stock Units	<u>(4)</u>	02/06/2006		A	25,600	<u>(5)</u>	<u>(5)</u>	Common Stock	25,6

### **Reporting Owners**

Reporting Owner Name / Address	Relationships					
. 0	Director	10% Owner	Officer	Other		
KELLOGG PETER N 14 CAMBRIDGE CENTER CAMBIRIDGE, MA 02142			EVP, Finance and CFO			

### **Signatures**

by: Kevin M. Foley; For: Peter N. 02/08/2006 Kellogg

\*\*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) Increase in directly held shares represents the acquisition of common stock under the issuer's Employee Stock Purchase Plan.
- (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 02/06/06.
- (4) Each restricted stock unit represents a contingent right to receive one share of BIIB common stock.
- (5) The restricted stock units vest in three (3) equal annual installments, commencing one year after the grant date of 02/06/06.

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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