

BIOGEN IDEC INC.  
Form 8-K  
January 28, 2008

Table of Contents

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

**FORM 8-K**

**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**

**BIOGEN IDEC INC.**  
(Exact name of registrant as specified in its charter)  
**Delaware**

(State or other jurisdiction of incorporation)

0-19311

33-0112644

(Commission File Number)

(IRS Employer Identification No.)

14 Cambridge Center, Cambridge,  
Massachusetts

02142

(Address of principal executive offices)

(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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**TABLE OF CONTENTS**

Item 8.01 Other Events

Item 9.01 Financial Statements and Exhibits

SIGNATURES

EXHIBIT INDEX

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

---

**Table of Contents**

**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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**Table of Contents**

**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  
Robert A. Licht  
Vice President and Assistant Secretary

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**Table of Contents**

**EXHIBIT INDEX**

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