

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

---

**Item 5.02      Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 25, 2022, Brian S. Posner notified Biogen Inc. (the “Company” or “Biogen”) that he will retire from the Biogen Board of Directors (the “Board”) effective as of the Company’s 2022 annual meeting of stockholders. Pursuant to the retirement provisions set forth in the Company’s Corporate Governance Principles, Nancy L. Leaming will also retire from the Board effective as of the Company’s 2022 annual meeting of stockholders.

Mr. Posner’s and Ms. Leaming’s retirement from the Board are not related to any disagreement with the Board or the Company on any matter relating to its operations, policies, or practices.

On January 31, 2022, the Company issued a press release announcing the retirements of Mr. Posner and Ms. Leaming from the Board, a copy of which is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01      Financial Statements and Exhibits.****(d)      Exhibits**

The exhibits listed below are furnished as part of this Current Report on Form 8-K

<u>Exhibit Number</u>	<u>Description</u>
99.1	<a href="#">Biogen's press release dated January 31, 2022</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

---

## 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 Inc.**

By: /s/ Samuel Ntonme

Samuel Ntonme  
Assistant Secretary

Date: January 31, 2022