

MEDIMMUNE INC /DE
Form 3
February 27, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

| | | | | |
|--|--|---|---|--|
| 1. Name and Address of Reporting Person * ^ Smullen Richard Michael (Last) (First) (Middle) | | 2. Date of Event Requiring Statement (Month/Day/Year) 02/23/2006 | 3. Issuer Name and Ticker or Trading Symbol MEDIMMUNE INC /DE [MEDI] | |
| ONE MEDIMMUNE WAY (Street) | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ____ 10% Owner <input checked="" type="checkbox"/> Officer ____ Other (give title below) (specify below) SVP, Sales | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| GAITHERSBURG, ^ MD ^ 20878 (City) (State) (Zip) | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 367 | D | ^ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

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| | | | | Shares | | (I) | |
|------------------------------|--------------|------------|--------------|--------|------------|------------|---|
| | | | | | | (Instr. 5) | |
| Stock Options (Right to buy) | Â <u>(1)</u> | 02/24/2009 | Common Stock | 12,000 | \$ 18.9063 | D | Â |
| Stock Options (Right to buy) | Â <u>(2)</u> | 02/17/2010 | Common Stock | 45,000 | \$ 60.4167 | D | Â |
| Stock Options (Right to buy) | Â <u>(3)</u> | 05/30/2010 | Common Stock | 15,000 | \$ 49.4167 | D | Â |
| Stock Options (Right to buy) | Â <u>(4)</u> | 02/15/2011 | Common Stock | 30,000 | \$ 38.688 | D | Â |
| Stock Options (Right to buy) | Â <u>(5)</u> | 02/21/2012 | Common Stock | 38,000 | \$ 41.41 | D | Â |
| Stock Options (Right to buy) | Â <u>(6)</u> | 02/20/2013 | Common Stock | 40,000 | \$ 29.34 | D | Â |
| Stock Options (Right to buy) | Â <u>(7)</u> | 03/04/2014 | Common Stock | 25,000 | \$ 23.45 | D | Â |
| Stock Options (Right to buy) | Â <u>(8)</u> | 02/16/2015 | Common Stock | 20,000 | \$ 24.17 | D | Â |
| Stock Options (Right to buy) | Â <u>(9)</u> | 02/23/2016 | Common Stock | 25,000 | \$ 36.78 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------|-------|
| | Director | 10% Owner | Officer | Other |
| Smullen Richard Michael ONE MEDIMMUNE WAY GAITHERSBURG,Â MDÂ 20878 | Â | Â | Â SVP, Sales | Â |

Signatures

/s/William C. Bertrand, Jr.
Attorney-in-Fact 02/27/2006

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Exercisable in equal annual installments over a four-year period following date of grant.
- (2) Exercisable in equal annual installments over a four-year period following date of grant.
- (3) Exercisable in equal annual installments over a four-year period following date of grant.
- (4) Exercisable in equal quarterly installments over a four-year period following date of grant.
- (5) Exercisable in equal quarterly installments over a four-year period following date of grant.
- (6) Exercisable in equal quarterly installments over a four-year period following date of grant.

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- (7) Exercisable in equal quarterly installments over a four-year period following date of grant.
- (8) Exercisable in equal quarterly installments over a four-year period following date of grant.
- (9) Exercisable in equal quarterly installments over a four-year period following date of grant.

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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