

Edgar Filing: MEDIMMUNE INC /DE - Form SC 13G/A

MEDIMMUNE INC /DE
Form SC 13G/A
February 14, 2002

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

SCHEDULE 13G/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. 3)*

MEDIMMUNE, INC.

(Name of Issuer)

COMMON STOCK, PAR VALUE \$.01 PER SHARE

(Title of Class of Securities)

584699102

(CUSIP Number)

(Date of Event Which Requires Filing This Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed " for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 584699102

1. Names of Reporting Persons.

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I.R.S. Identification Nos. of above persons (entities only).

BB BIOTECH AG

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) [X]

(b) []

3. SEC Use Only

4. Citizenship or Place of Organization

SWITZERLAND

Number of
Shares Beneficially
Owned by Each
Reporting
Person With:

5. Sole Voting Power
-0-

6. Shared Voting Power
13,125,875

7. Sole Dispositive Power
-0-

8. Shared Dispositive Power
13,125,875

9. Aggregate Amount Beneficially Owned by Each Reporting Person
13,125,875

10. Check if the Aggregate Amount in Row (11) Excludes Certain shares

11. Percent of Class Represented by amount in Row (11)
5.3%

12. Type of Reporting Person (See Instructions) HC, CO

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1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

BIOTECH FOCUS N.V.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) [X]

(b) []

3. SEC Use Only

4. Citizenship or Place of Organization

Netherlands Antilles

Number of
Shares Beneficially
Owned by Each
Reporting
Person With:

5. Sole Voting Power
-0-

6. Shared Voting Power
13,125,875

7. Sole Dispositive Power
-0-

8. Shared Dispositive Power
13,125,875

9. Aggregate Amount Beneficially Owned by Each Reporting Person

13,125,875

10. Check if the Aggregate Amount in Row (11) Excludes Certain shares

11. Percent of Class Represented by amount in Row (11)

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5.3%

12. Type of Reporting Person (See Instructions)

CO

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ITEM 2.

- (a) Name of Person Filing
BB Biotech AG ("BB Biotech")
Biotech Focus N.V. ("Biotech Focus")
- (b) Address of Principal Business Office or, if none, Residence
- | | |
|-------------------|------------------------------|
| BB Biotech | Biotech Focus |
| Vordergasse 3 | De Ruyterkade 62, Willemstad |
| 8200 Schaffhausen | Curacao |
| CH/Switzerland | Netherlands Antilles |
- (c) Citizenship

See Item No. 4 of cover pages.
- (d) Title of Class of Securities
Common Stock, Par Value \$.01 Per Share
- (e) CUSIP Number
584699102

ITEM 4. OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:
13,125,875
- (b) Percent of class:
5.3%
- (c) Number of shares as to which the person has:
- (i) Sole power to vote or to direct the vote
-0-
 - (ii) Shared power to vote or to direct the vote
13,125,875
 - (iii) Sole power to dispose or to direct the disposition of
-0-
 - (iv) Shared power to dispose or to direct the disposition of
13,125,875

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ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

This statement is filed jointly by BB Biotech and Biotech Focus. Biotech Focus is a wholly-owned subsidiary of BB Biotech.

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Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURES

After reasonable inquiry and the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

BB BIOTECH AG

Date: February 14, 2002

By: /s/ CATHY BRUGGER

Name: Cathy Brugger
Title: Signatory Authority

Date: February 14, 2002

By: /s/ RUBINO DI GIROLAMO

Name: Rubino Di Girolamo
Title: Signatory Authority

BIOTECH FOCUS N.V.

Date: February 14, 2002

By: /s/ JAN BOOT SMA

Name: Jan Bootsma
Title: Signatory Authority

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Date: February 14, 2002

By: /s/ RUBINO DI GIROLAMO

Name: Rubino Di Girolamo
Title: Signatory Authority

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EXHIBIT INDEX

Exhibit 1: Agreement by and between BB Biotech and Biotech Focus with respect to the filing of this disclosure statement.*

* Previously filed.

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