

Folena-Wasserman Gail M
 Form 3
 May 31, 2005

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			2. Date of Event Requiring Statement		3. Issuer Name and Ticker or Trading Symbol	
* ^ Folena-Wasserman Gail M			(Month/Day/Year)		MEDIMMUNE INC /DE [MEDI]	
(Last)	(First)	(Middle)	05/19/2005		4. Relationship of Reporting Person(s) to Issuer	
ONE MEDIMMUNE WAY					5. If Amendment, Date Original Filed(Month/Day/Year)	
(Street)					(Check all applicable)	
GAITHERSBURG, MD 20878					6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP, Development	
					<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)
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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 (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of Shares			

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Stock Options (Right to buy)	Â (1)	03/04/2014	Common Stock	70,000	\$ 23.45	D	Â
Stock Options (Right to buy)	Â (2)	02/15/2015	Common Stock	75,000	\$ 24.17	D	Â
Stock Options (Right to buy)	Â (3)	02/20/2013	Common Stock	75,000	\$ 29.34	D	Â
Stock Options (Right to buy)	Â (4)	03/01/2012	Common Stock	20,000	\$ 41.23	D	Â
Stock Options (Right to buy)	Â (5)	02/21/2012	Common Stock	45,000	\$ 41.41	D	Â
Stock Options (Right to buy)	11/16/1999	11/16/2005	Common Stock	6,000	\$ 1.9583	D	Â
Stock Options (Right to buy)	02/26/2001	02/26/2007	Common Stock	27,000	\$ 2.4583	D	Â
Stock Options (Right to buy)	03/13/2000	03/13/2006	Common Stock	9,000	\$ 2.75	D	Â
Stock Options (Right to buy)	02/25/2002	02/25/2008	Common Stock	48,000	\$ 8.2917	D	Â
Stock Options (Right to buy)	02/24/2003	02/24/2009	Common Stock	45,000	\$ 18.9063	D	Â
Stock Options (Right to buy)	02/15/2005	02/15/2011	Common Stock	40,000	\$ 38.688	D	Â
Stock Options (Right to buy)	02/17/2004	02/17/2010	Common Stock	45,000	\$ 60.4167	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Folena-Wasserman Gail M ONE MEDIMMUNE WAY GAITHERSBURG, MD 20878	Â	Â	Â SVP, Development	Â

Signatures

William C. Bertrand, Jr., as attorney-in-fact

05/31/2005

__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) Grant exercisable in quarterly installments over four years, starting from 03/04/2004, subject to a one year wait period. Four quarters vest when the one year wait period date is reached.

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- (3) Grant exercisable in quarterly installments over four years, starting from 02/20/2003, subject to a one year wait period. Four quarters vest when the one year wait period date is reached.
- (5) Grant exercisable in quarterly installments over four years, starting from 02/21/2002, subject to a one year wait period. Four quarters vest when the one year wait period date is reached.
- (4) Grant exercisable in quarterly installments over four years, starting from 03/01/2002, subject to a one year wait period. Four quarters vest when the one year wait period date is reached.
- (2) Grant exercisable in quarterly installments over four years, starting from 02/15/2005, subject to a one year wait period. Four quarters vest when the one year wait period date is reached.

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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