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MEDIMMUNE INC /DE  
 Form S-8  
 May 27, 2003

As filed with the Securities and Exchange Commission on May 27,

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

FORM S-8  
 REGISTRATION STATEMENT UNDER  
 THE SECURITIES ACT OF 1933

MEDIMMUNE, INC.  
 (Exact name of registrant as specified in its charter)

DELAWARE  
 (State or other jurisdiction of  
 incorporation or organization)

35 West Watkins Mill Road  
 Gaithersburg, Maryland 20878  
 (Address of Principal Executive Offices) (Zip Code)

1999 Stock Option Plan  
 (Full Title of the Plan)

David M. Mott  
 Vice Chairman and Chief Executive Officer  
 MedImmune, Inc.  
 35 West Watkins Mill Road  
 Gaithersburg, Maryland 20878  
 (Name and address of agent for service)

Telephone number, including area code, of agent for service:  
 (301) 417-0770

CALCULATION OF REGISTRATION FEE

| Title of Each Class of Securities To Be Registered | Amount To Be Registered(1) | Proposed Maximum Offering Price Per Share | Proposed Maximum Aggregate Offering Price |
|--|----------------------------|---|---|
| Common Stock, \$.01 par value per share            | 6,000,000                  | \$33.215 (2)                              | \$199,290,000 (2)                         |

- (1) Plus such additional shares as may be issued by reason of stock splits, stock dividends
- (2) Pursuant to Rules 457(h) and 457(c), these prices are estimated solely for the purpose of and are based upon the average of the high and low sales prices of the Registrant's common Market on May 21, 2003.

The Exhibit Index to this Registration Statement may be found on Page 4.