

CONNOR EDWARD M

Form 4

June 19, 2007

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CONNOR EDWARD M

(Last) (First) (Middle)

ONE MEDIMMUNE WAY

(Street)

GAITHERSBURG, MD 20878

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

MEDIMMUNE INC /DE [MEDI]

3. Date of Earliest Transaction  
(Month/Day/Year)

06/18/2007

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Executive VP, CMO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (D)                                                                  | Price                                                             |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
**(e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. Transaction<br>Code | 5. Number of<br>Derivative<br>Securities | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|

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| (Instr. 3)                           | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) |   | Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) |         | Date<br>Exercisable | Expiration<br>Date | Title           | Amount or<br>Number of<br>Shares |
|--------------------------------------|------------------------------------|------------------|------------|---|---------------------------------------------------------------|---------|---------------------|--------------------|-----------------|----------------------------------|
|                                      |                                    |                  | Code       | V | (A)                                                           | (D)     |                     |                    |                 |                                  |
| Stock<br>Option<br>(right to<br>buy) | \$ 8.29                            | 06/18/2007       | D          |   |                                                               | 60,000  | <u>(1)</u>          | 02/25/2008         | Common<br>Stock | 60,000                           |
| Stock<br>Option<br>(right to<br>buy) | \$ 18.91                           | 06/18/2007       | D          |   |                                                               | 45,000  | <u>(2)</u>          | 02/24/2009         | Common<br>Stock | 45,000                           |
| Stock<br>Option<br>(right to<br>buy) | \$ 38.69                           | 06/18/2007       | D          |   |                                                               | 40,000  | <u>(3)</u>          | 02/15/2011         | Common<br>Stock | 40,000                           |
| Stock<br>Option<br>(right to<br>buy) | \$ 36.92                           | 06/18/2007       | D          |   |                                                               | 10,000  | <u>(4)</u>          | 05/11/2011         | Common<br>Stock | 10,000                           |
| Stock<br>Option<br>(right to<br>buy) | \$ 41.41                           | 06/18/2007       | D          |   |                                                               | 75,000  | <u>(5)</u>          | 02/21/2012         | Common<br>Stock | 75,000                           |
| Stock<br>Option<br>(right to<br>buy) | \$ 25.4                            | 06/18/2007       | D          |   |                                                               | 15,000  | <u>(6)</u>          | 07/19/2012         | Common<br>Stock | 15,000                           |
| Stock<br>Option<br>(right to<br>buy) | \$ 29.34                           | 06/18/2007       | D          |   |                                                               | 90,000  | <u>(7)</u>          | 02/20/2013         | Common<br>Stock | 90,000                           |
| Stock<br>Option<br>(right to<br>buy) | \$ 23.45                           | 06/18/2007       | D          |   |                                                               | 75,000  | <u>(8)</u>          | 03/04/2014         | Common<br>Stock | 75,000                           |
| Stock<br>Option<br>(right to<br>buy) | \$ 23.13                           | 06/18/2007       | D          |   |                                                               | 25,000  | <u>(9)</u>          | 08/24/2014         | Common<br>Stock | 25,000                           |
| Stock<br>Option<br>(right to         | \$ 24.17                           | 06/18/2007       | D          |   |                                                               | 100,000 | <u>(10)</u>         | 02/15/2015         | Common<br>Stock | 100,000                          |

buy)

Stock

Option  
(right to  
buy)

\$ 36.78

06/18/2007

D

100,000

(11)

02/22/2016

Common  
Stock

100,000

Stock

Option  
(right to  
buy)

\$ 31.25

06/18/2007

D

80,000

(12)

02/14/2017

Common  
Stock

80,000

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |                   |       |
|----------------------------------------------------------------|---------------|-----------|-------------------|-------|
|                                                                | Director      | 10% Owner | Officer           | Other |
| CONNOR EDWARD M<br>ONE MEDIMMUNE WAY<br>GAITHERSBURG, MD 20878 |               |           | Executive VP, CMO |       |

## Signatures

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

06/19/2007

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(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) This option, which provided for vesting in four equal annual installments beginning on 2/25/1999, was cancelled pursuant to the merger agreement between the issuer and AstraZeneca PLC in exchange for a cash payment of \$49.71 per share, representing the difference between the exercise price of the option and \$58.00 per share.
- (2) This option, which provided for vesting in four equal annual installments beginning on 2/24/2000, was cancelled in the merger in exchange for a cash payment of \$39.09 per share, representing the difference between the exercise price of the option and \$58.00 per share.
- (3) This option, which provided for vesting in equal quarterly installments beginning 5/15/2001, was cancelled in the merger in exchange for a cash payment of \$19.31 per share, representing the difference between the exercise price of the option and \$58.00 per share.
- (4) This option, which provided for vesting in equal quarterly installments beginning 8/11/2001, was cancelled in the merger in exchange for a cash payment of \$21.08 per share, representing the difference between the exercise price of the option and \$58.00 per share.
- (5) This option, which provided for vesting in equal quarterly installments beginning 05/21/2002, was cancelled in the merger in exchange for a cash payment of \$16.59 per share, representing the difference between the exercise price of the option and \$58.00 per share.
- (6) This option, which provided for vesting in equal quarterly installments beginning 10/19/2002, was cancelled in the merger in exchange for a cash payment of \$32.60 per share, representing the difference between the exercise price of the option and \$58.00 per share.
- (7) This option, which provided for vesting in equal quarterly installments beginning 5/20/2003, was cancelled in the merger in exchange for a cash payment of \$28.66 per share, representing the difference between the exercise price of the option and \$58.00 per share.
- (8) This option, which provided for vesting in equal quarterly installments beginning 6/4/2004, was cancelled in the merger in exchange for a cash payment of \$34.55 per share, representing the difference between the exercise price of the option and \$58.00 per share.
- (9) This option, which provided for vesting in equal quarterly installments beginning 11/25/2004, was cancelled in the merger in exchange for a cash payment of \$34.87 per share, representing the difference between the exercise price of the option and \$58.00 per share.

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- (10) This option, which provided for vesting in equal quarterly installments beginning 05/16/2005, was cancelled in the merger in exchange for a cash payment of \$33.83 per share, representing the difference between the exercise price of the option and \$58.00 per share.
- (11) This option, which provided for vesting in equal quarterly installments beginning 05/23/2006, was cancelled in the merger in exchange for a cash payment of \$21.22 per share, representing the difference between the exercise price of the option and \$58.00 per share.
- (12) This option, which provided for vesting in equal quarterly installments beginning 5/15/2008, was cancelled in the merger in exchange for a cash payment of \$26.75 per share, representing the difference between the exercise price of the option and \$58.00 per share.

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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