

MEDIMMUNE INC /DE
Form 424B7
November 27, 2006

PROSPECTUS SUPPLEMENT
(To Prospectus dated September 29, 2006)

Filed Pursuant to Rule 424(b)7
Registration No. 333-137720

MedImmune, Inc.

\$1,150,000,000

\$575,000,000 principal amount 1.375% Convertible Senior Notes due 2011

\$575,000,000 principal amount 1.625% Convertible Senior Notes due 2013

Common Stock

This prospectus supplement covers resales by holders of our 1.375% convertible senior notes due 2011, or the 2011 notes, and our 1.625% convertible senior notes due 2013, or the 2013 notes, and shares of our common stock issuable on conversion of the 2011 notes and the 2013 notes.

This Prospectus Supplement must be read in conjunction with the Prospectus dated September 29, 2006.

Investing in the notes and the common stock issuable upon conversion of the notes involves risks. See Risk factors beginning on page 7 of the Prospectus.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved these securities or determined if this prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

The date of this prospectus supplement is November 27, 2006.

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Selling securityholders

The information in the table below should be considered in addition to the information appearing in the Prospectus under the heading "Selling Securityholders" and is based on information provided to us by the selling securityholders as of November 24, 2006:

Name	2011 Notes	2013 Notes	Principal Amount of Notes Beneficially Owned and Offered (1)	Common Stock Issuable Upon Conversion of the Notes (2)	Common Stock Owned After Completion of the Offering(1)
Argent Classical Convertible Arbitrage Fund Ltd.		36,440,000	36,440,000	1,092,030	
BP Amoco PLC Master Trust		890,000	890,000	26,671	
Brevan Howard Equity Strategies Master Fund Limited	5,000,000		5,000,000	149,839	
Charitable Convertible Securities Fund		450,000	450,000	13,485	
Citigroup Global Markets Inc.	4,108,000	2,500,000	6,608,000	198,027	
The City of Southfield Fire & Police Retirement System		33,000	33,000	988	
Delaware PERS	1,128,000		1,128,000	33,803	
EB Convertible Securities Fund		1,025,000	1,025,000	30,717	
The Estate of James Campbell CH		100,000	100,000	2,996	
The Estate of James Campbell ESTZ		465,000	465,000	13,935	
Froley Revy Alternative Strategies	1,000,000		1,000,000	29,967	
Georgia Municipal Retirement Trust Fdn		1,145,000	1,145,000	34,313	
Georgia Firefighters Pension T8YM		400,000	400,000	11,987	
GLG Global Convertible Fund PLC	5,000,000		5,000,000	149,839	
GLG Investments PLC - Subfund: GLG Global Convertible UCITS	10,000,000		10,000,000	299,679	
Health Foundation of Greater Cincinnati		235,000	235,000	7,042	
Hotel Union & Hotel Industry of Hawaii Pension Plan Master Trust		133,000	133,000	3,985	
ICI American Holdings Trust	415,000		415,000	12,436	
Key Trust Convertible Securities Fund		245,000	245,000	7,342	
Laurel Ridge Capital, LLC	2,000,000		2,000,000	59,935	
Potlatch		770,000	770,000	23,075	
Road Carriers Local 707		75,000	75,000	2,247	
Syngenta AG	155,000		155,000	4,645	
United Technologies Corporation Master Retirement Trust		332,000	332,000	9,949	
Viacom Inc. Pension Plan Master Trust		47,000	47,000	1,408	
Victory Convertible Fund		615,000	615,000	18,430	

(1) Assumes offer and sale of all notes and shares, although selling securityholders are not obligated to sell any notes or shares of common stock.

(2) Share amounts assume conversion of the notes, at the initial conversion rate of 29.9679 shares per \$1,000 principal amount of notes.

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None of the selling securityholders nor any of their affiliates, officers, directors or principal equity holders has held any position or office or has had any material relationship with us within the past three years. UBS Securities LLC and Merrill Lynch, Pierce, Fenner & Smith Incorporated have in the past and may in the future provide financial advisory and other services to us and our affiliates. The selling securityholders purchased all of the notes in private transactions on or after June 28, 2006. All of the notes were restricted securities under the Securities Act prior to this registration.

Information concerning the selling securityholders may change from time to time and any changed information will be set forth in supplements to this prospectus if and when necessary. In addition, the conversion rate and therefore, the number of shares of common stock issuable upon conversion of the notes, is subject to adjustment under certain circumstances. Accordingly, the number of shares of common stock into which the notes are convertible may increase or decrease.

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