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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)

2003 Non-Employee Directors 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)

(301) 417-0770
 (Telephone Number, Including Area Code, of Agent for Service)
 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 | 800,000 | \$33.215(2) | \$26,572,000 (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 6.