

Edgar Filing: MEDIMMUNE INC /DE - Form SC 13G/A

MEDIMMUNE INC /DE  
Form SC 13G/A  
February 14, 2002

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

SCHEDULE 13G/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. 3)\*

MEDIMMUNE, INC.

-----  
(Name of Issuer)

COMMON STOCK, PAR VALUE \$.01 PER SHARE

-----  
(Title of Class of Securities)

584699102

-----  
(CUSIP Number)

-----  
(Date of Event Which Requires Filing This Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed " for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 6 pages

CUSIP No. 584699102  
-----

1. Names of Reporting Persons.

Edgar Filing: MEDIMMUNE INC /DE - Form SC 13G/A

I.R.S. Identification Nos. of above persons (entities only).

BB BIOTECH AG

- 
2. Check the Appropriate Box if a Member of a Group (See Instructions)
- (a)  [X]
- (b)  []
- 

3. SEC Use Only
- 

4. Citizenship or Place of Organization

SWITZERLAND

---

Number of  
Shares Beneficially  
Owned by Each  
Reporting  
Person With:

5. Sole Voting Power  
-0-
- 

6. Shared Voting Power  
13,125,875
- 

7. Sole Dispositive Power  
-0-
- 

8. Shared Dispositive Power  
13,125,875
- 

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
13,125,875

10. Check if the Aggregate Amount in Row (11) Excludes Certain shares

11. Percent of Class Represented by amount in Row (11)  
5.3%
- 

12. Type of Reporting Person (See Instructions) HC, CO
-

Edgar Filing: MEDIMMUNE INC /DE - Form SC 13G/A

CUSIP No. 584699102

---

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

BIOTECH FOCUS N.V.

---

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)  [X]

(b)  []

---

3. SEC Use Only

---

4. Citizenship or Place of Organization

Netherlands Antilles

---

Number of  
Shares Beneficially  
Owned by Each  
Reporting  
Person With:

5. Sole Voting Power  
-0-

---

6. Shared Voting Power  
13,125,875

---

7. Sole Dispositive Power  
-0-

---

8. Shared Dispositive Power  
13,125,875

---

9. Aggregate Amount Beneficially Owned by Each Reporting Person

13,125,875

10. Check if the Aggregate Amount in Row (11) Excludes Certain shares

11. Percent of Class Represented by amount in Row (11)

Edgar Filing: MEDIMMUNE INC /DE - Form SC 13G/A

5.3%

---

12. Type of Reporting Person (See Instructions)

CO

---

Page 3 of 6 pages

CUSIP No. 584699102

---

ITEM 2.

- (a) Name of Person Filing  
BB Biotech AG ("BB Biotech")  
Biotech Focus N.V. ("Biotech Focus")
- (b) Address of Principal Business Office or, if none, Residence
- |                   |                              |
|-------------------|------------------------------|
| BB Biotech        | Biotech Focus                |
| Vordergasse 3     | De Ruyterkade 62, Willemstad |
| 8200 Schaffhausen | Curacao                      |
| CH/Switzerland    | Netherlands Antilles         |
- (c) Citizenship  
See Item No. 4 of cover pages.
- (d) Title of Class of Securities  
Common Stock, Par Value \$.01 Per Share
- (e) CUSIP Number  
584699102

ITEM 4. OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:  
13,125,875
- (b) Percent of class:  
5.3%
- (c) Number of shares as to which the person has:
- (i) Sole power to vote or to direct the vote  
-0-
  - (ii) Shared power to vote or to direct the vote  
13,125,875
  - (iii) Sole power to dispose or to direct the disposition of  
-0-
  - (iv) Shared power to dispose or to direct the disposition of  
13,125,875

Edgar Filing: MEDIMMUNE INC /DE - Form SC 13G/A

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

This statement is filed jointly by BB Biotech and Biotech Focus. Biotech Focus is a wholly-owned subsidiary of BB Biotech.

Page 4 of 6 pages

CUSIP No. 584699102  
-----

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURES

After reasonable inquiry and the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

BB BIOTECH AG

Date: February 14, 2002

By: /s/ CATHY BRUGGER  
-----

Name: Cathy Brugger  
Title: Signatory Authority

Date: February 14, 2002

By: /s/ RUBINO DI GIROLAMO  
-----

Name: Rubino Di Girolamo  
Title: Signatory Authority

BIOTECH FOCUS N.V.

Date: February 14, 2002

By: /s/ JAN BOOT SMA  
-----

Name: Jan Bootsma  
Title: Signatory Authority

Edgar Filing: MEDIMMUNE INC /DE - Form SC 13G/A

Date: February 14, 2002

By: /s/ RUBINO DI GIROLAMO

-----  
Name: Rubino Di Girolamo  
Title: Signatory Authority

Page 5 of 6 pages

CUSIP No. 584699102  
-----

EXHIBIT INDEX  
-----

Exhibit 1: Agreement by and between BB Biotech and Biotech Focus with respect  
to the filing of this disclosure statement.\*

-----  
\* Previously filed.

Page 6 of 6 pages