

Qimonda AG  
Form 6-K  
February 22, 2008

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**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Form 6-K**

**Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934  
For the month of February 2008**

**QIMONDA AG**

Gustav-Heinemann-Ring 212

D-81739 Munich

Federal Republic of Germany

Tel: +49-89-60088-0

(Address of principal executive offices)

and

**QIMONDA FINANCE LLC**

3000 CentreGreen Way

Cary, North Carolina, 27513 U.S.A.

Tel: 919-677-3053

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If  Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):  
82-\_\_\_\_\_.

This Report on Form 6-K is incorporated by reference into the registration statement on Form F-3, File No. 333-145983, and into the prospectus that forms a part of this registration statement.

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SIGNATURES

Exhibit 4(ii)B

Exhibit 4(ii)D

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**Explanatory Note**

This 6-K contains the following exhibits, which are hereby incorporated by reference as Exhibits 4(ii)(B), 4(ii)(C) and 4(ii)(D) respectively, to our Registration Statement on Form F-3, Registration No. 333-145983.

<b>Exhibit No.</b>	<b>Description</b>
4(ii)(B)	Indenture and Guarantee between Qimonda Finance LLC, as Issuer, Qimonda AG, as Guarantor and Deutsche Bank Trust Company Americas, as Trustee.
4(ii)(C)	Form of Note (included in Exhibit 4(ii)(D)).
4(ii)(D)	First Supplemental Indenture between Qimonda Finance LLC, as Issuer, Qimonda AG, as Guarantor and Deutsche Bank Trust Company Americas, as Trustee, Paying Agent and Conversion Agent.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**QIMONDA AG**

Date: February 22, 2008

By: /s/ Kin Wah Loh  
Kin Wah Loh  
Chief Executive Officer and  
Chairmen of the Management Board

By: /s/ Dr. Michael Majerus  
Dr. Michael Majerus  
Chief Financial Officer and  
Member of the Management Board

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**QIMONDA FINANCE LLC**

Date: February 22, 2008

By: /s/ Miriam Martinez  
Miriam Martinez  
CFO