

ALEXION PHARMACEUTICALS INC
 Form 4
 January 22, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BELL LEONARD

2. Issuer Name and Ticker or Trading Symbol
ALEXION PHARMACEUTICALS INC [ALXN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 01/17/2014

Director 10% Owner
 Officer (give title below) Other (specify below)
 CEO

C/O ALEXION PHARMACEUTICALS INC, 352 KNOTTER DRIVE

(Street)

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

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

CHESHIRE, CT 06410

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, par value \$0.0001 per share	01/17/2014		M		32,689 (1)	A	\$ 6.9 1,076,351 D
Common Stock, par value \$0.0001 per share	01/17/2014		S		30,402 (1)	D	\$ 140.14 1,045,949 D (2)

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Common Stock, par value \$0.0001 per share	01/17/2014	S	<u>2,287</u> ⁽¹⁾	D	\$ 140.94 ⁽³⁾	1,043,662	D
Common Stock, par value \$0.0001 per share	01/21/2014	M	<u>27,811</u> ⁽¹⁾	A	\$ 6.9	1,071,473	D
Common Stock, par value \$0.0001 per share	01/21/2014	M	<u>65,936</u> ⁽¹⁾	A	\$ 8.18	1,137,409	D
Common Stock, par value \$0.0001 per share	01/21/2014	M	<u>17,183</u> ⁽¹⁾	A	\$ 10.29	1,088,656	D
Common Stock, par value \$0.0001 per share	01/21/2014	S	<u>35,139</u> ⁽¹⁾	D	\$ 139.79 ⁽⁴⁾	1,053,517	D
Common Stock, par value \$0.0001 per share	01/21/2014	S	<u>27,453</u> ⁽¹⁾	D	\$ 140.6 ⁽⁵⁾	1,026,064	D
Common Stock, par value \$0.0001 per share	01/21/2014	S	<u>32,330</u> ⁽¹⁾	D	\$ 141.64 ⁽⁶⁾	993,734	D
Common Stock, par value \$0.0001 per share	01/21/2014	S	<u>16,008</u> ⁽¹⁾	D	\$ 142.46 ⁽⁷⁾	977,726	D
Common Stock, par value \$0.0001 per share	01/22/2014	M	<u>12,817</u> ⁽¹⁾	A	\$ 10.29	990,543	D
	01/22/2014	S		D		979,819	D

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Common Stock, par value \$.0001 per share			10,724 <u>(1)</u>	\$	141.28 <u>(8)</u>		
Common Stock, par value \$.0001 per share	01/22/2014	S	2,093 <u>(1)</u>	D	\$ 142.05 <u>(9)</u>	977,726	D

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Option to Purchase Common Stock	\$ 6.9	01/17/2014		M	32,689 <u>(1)</u>	12/21/2005 09/21/2015	Common Stock	32,689
Option to Purchase Common Stock	\$ 6.9	01/21/2014		M	27,811 <u>(1)</u>	12/21/2005 09/21/2015	Common Stock	27,811
Option to Purchase Common Stock	\$ 8.18	01/21/2014		M	65,936 <u>(1)</u>	09/07/2006 06/07/2016	Common Stock	65,936
Option to Purchase Common Stock	\$ 10.29	01/21/2014		M	17,183 <u>(1)</u>	04/15/2007 01/15/2017	Common Stock	17,183
	\$ 10.29	01/22/2014		M		04/15/2007 01/15/2017		12,817

Option to Purchase Common Stock	12,817 <u>(1)</u>	Common Stock
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BELL LEONARD C/O ALEXION PHARMACEUTICALS INC 352 KNOTTER DRIVE CHESHIRE, CT 06410	X		CEO	

Signatures

/s/ Leonard Bell 01/22/2014

__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) The transaction was made pursuant to the terms of a sales plan designed to meet the requirements of Rule 10b5-1(c)(1) of the Securities Exchange Act.
- (2) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$139.90 - \$140.90. The price reported in this column reflects the weighted average sales price. Upon request, the reporting person will provide to the SEC staff full information regarding the number of shares sold at each price.
- (3) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$140.90 - \$141.90. The price reported in this column reflects the weighted average sales price. Upon request, the reporting person will provide to the SEC staff full information regarding the number of shares sold at each price.
- (4) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$139.21 - \$140.21. The price reported in this column reflects the weighted average sales price. Upon request, the reporting person will provide to the SEC staff full information regarding the number of shares sold at each price.
- (5) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$140.21 - \$141.21. The price reported in this column reflects the weighted average sales price. Upon request, the reporting person will provide to the SEC staff full information regarding the number of shares sold at each price.
- (6) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$141.21 - \$142.21. The price reported in this column reflects the weighted average sales price. Upon request, the reporting person will provide to the SEC staff full information regarding the number of shares sold at each price.
- (7) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$142.25 - \$143.25. The price reported in this column reflects the weighted average sales price. Upon request, the reporting person will provide to the SEC staff full information regarding the number of shares sold at each price.
- (8) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$140.88 - \$141.88. The price reported in this column reflects the weighted average sales price. Upon request, the reporting person will provide to the SEC staff full information regarding the number of shares sold at each price.
- (9) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$141.90 - \$142.90. The price reported in this column reflects the weighted average sales price. Upon request, the reporting person will provide to the SEC staff full information regarding the number of shares sold at each price.

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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