

ALEXION PHARMACEUTICALS INC  
 Form 4  
 December 04, 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 \*  
 Sinha Vikas

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)  
 12/02/2014

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP & CFO

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, par value \$0.0001 per share	12/02/2014		M		25,000 (1)	A	\$ 17.98 187,770 D
Common Stock, par value \$0.0001 per share	12/02/2014		S		25,000 (1)	D	\$ 200.16 162,770 (2) D

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Common Stock, par value \$\$.0001 per share	12/03/2014	M	<u>30,000</u> <sup>(1)</sup>	A	\$ 17.98	192,770	D
Common Stock, par value \$\$.0001 per share	12/03/2014	M	<u>20,000</u> <sup>(1)</sup>	A	\$ 20.9	212,770	D
Common Stock, par value \$\$.0001 per share	12/03/2014	S	<u>13,270</u> <sup>(1)</sup>	D	\$ <u>195.55</u> <sup>(3)</sup>	199,500	D
Common Stock, par value \$\$.0001 per share	12/03/2014	S	<u>9,037</u> <sup>(1)</sup>	D	\$ <u>196.46</u> <sup>(4)</sup>	190,463	D
Common Stock, par value \$\$.0001 per share	12/03/2014	S	<u>3,438</u> <sup>(1)</sup>	D	\$ <u>197.45</u> <sup>(5)</sup>	187,025	D
Common Stock, par value \$\$.0001 per share	12/03/2014	S	<u>3,468</u> <sup>(1)</sup>	D	\$ <u>198.28</u> <sup>(6)</sup>	183,557	D
Common Stock, par value \$\$.0001 per share	12/03/2014	S	<u>3,447</u> <sup>(1)</sup>	D	\$ <u>199.53</u> <sup>(7)</sup>	180,110	D
Common Stock, par value \$\$.0001 per share	12/03/2014	S	<u>5,782</u> <sup>(1)</sup>	D	\$ <u>200.82</u> <sup>(8)</sup>	174,328	D
Common Stock, par value \$\$.0001 per share	12/03/2014	S	<u>11,358</u> <sup>(1)</sup>	D	\$ <u>201.79</u> <sup>(9)</sup>	162,970	D
	12/03/2014	S	200 <sup>(1)</sup>	D		162,770	D

Common Stock, par value \$0.0001 per share \$ 202.76 (10)

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

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**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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option to Purchase Common Stock	\$ 17.98	12/02/2014		M	25,000 <u>(1)</u>	04/26/2009 01/26/2019	Common Stock, par value \$0.0001 per share 25,000
Option to Purchase Common Stock	\$ 17.98	12/03/2014		M	30,000 <u>(1)</u>	04/26/2009 01/26/2019	Common Stock, par value \$0.0001 per share 30,000
Common Stock, par value \$0.0001 per share	\$ 20.9	12/03/2014		M	20,000 <u>(1)</u>	04/28/2010 01/28/2020	Common Stock, par value \$0.0001 per share 20,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			EVP & CFO	

Sinha Vikas  
C/O ALEXION PHARMACUETICALS, INC.  
352 KNOTTER DRIVE  
CHESHIRE, CT 06410

## Signatures

/s/ Michael Greco  
Attorney-in-Fact

12/04/2014

\_\_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 transactions reported by this Form 4 are 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.

This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$200.00 - \$200.99. 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.
- (2) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$195.07 - \$196.07. 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 \$196.11 - \$197.11. 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 \$197.14 - \$198.14. 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 \$198.17 - \$199.17. 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 \$199.28 - \$200.28. 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 \$200.30 - \$201.30. 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 \$201.30 - \$202.30. 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 \$202.51 - \$203.51. 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.
- (10) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$202.51 - \$203.51. 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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