

ALEXION PHARMACEUTICALS INC

Form 4

February 05, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MATHIS LARRY

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)
02/03/2014

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

C/O ALEXION
PHARMACEUTICALS INC, 352
KNOTTER DR

(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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$.0001 per share	02/03/2014		M	1,712	A \$ 96.35 31,168	D	
Common Stock, par value \$.0001 per share	02/03/2014		M	3,237	A \$ 88.4 34,405	D	

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Common Stock, par value \$.0001 per share	02/03/2014	M	5,572	A	\$ 49.43	39,977	D
Common Stock, par value \$.0001 per share	02/03/2014	M	7,932	A	\$ 26.64	47,909	D
Common Stock, par value \$.0001 per share	02/03/2014	M	12,276	A	\$ 16.83	60,185	D
Common Stock, par value \$.0001 per share	02/03/2014	M	30,000	A	\$ 18.01	90,185	D
Common Stock, par value \$.0001 per share	02/03/2014	M	20,000	A	\$ 10.84	110,185	D
Common Stock, par value \$.0001 per share	02/03/2014	S	15,020	D	\$ 155.23 <u>(1)</u>	95,165	D
Common Stock, par value \$.0001 per share	02/03/2014	S	9,664	D	\$ 156.24 <u>(2)</u>	85,501	D
Common Stock, par value \$.0001 per share	02/03/2014	S	12,322	D	\$ 157.35 <u>(3)</u>	73,179	D
Common Stock, par value \$.0001 per share	02/03/2014	S	30,222	D	\$ 158.41 <u>(4)</u>	42,957	D
	02/03/2014	S	13,501	D		29,456	D

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Common
Stock, par
value
\$.0001 per
share

\$
159.01
(5)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option to Purchase Common Stock	\$ 96.35	02/03/2014		M	1,712	08/07/2013 05/07/2023	Common Stock, par value \$.0001 per share 1,712
Option to Purchase Common Stock	\$ 88.4	02/03/2014		M	3,237	08/08/2012 05/08/2022	Common Stock, par value \$.0001 per share 3,237
Option to Purchase Common Stock	\$ 49.43	02/03/2014		M	5,572	08/11/2011 05/11/2021	Common Stock, par value \$.0001 per share 5,572
Option to Purchase Common Stock	\$ 26.64	02/03/2014		M	7,932	08/12/2010 05/12/2020	Common Stock, par value \$.0001 per share 7,932
Option to Purchase	\$ 16.83	02/03/2014		M	12,276	08/13/2009 05/13/2019	Common Stock, par 12,276

Common Stock									value \$.0001 per share
Option to Purchase Common Stock	\$ 18.08	02/03/2014	M	30,000	08/09/2008	05/09/2018			Common Stock, par value \$.0001 per share 30,000
Option to Purchase Common Stock	\$ 10.84	02/03/2014	M	20,000	08/03/2007	05/03/2017			Common Stock, par value \$.0001 per share 20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MATHIS LARRY C/O ALEXION PHARMACEUTICALS INC 352 KNOTTER DR CHESHIRE, CT 06410		X		

Signatures

/s/ Michael Greco
Attorney-in-Fact

02/05/2014

__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) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$155.00 - \$155.99. 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 \$156.00 - \$156.99. 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.

(3) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$157.00 - \$157.99. 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.

(4) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$158.00 - \$158.99. 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.

(5) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$159.00 - \$159.99. 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.

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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