

ALEXION PHARMACEUTICALS INC
 Form 4
 January 09, 2017

FORM 4

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

OMB APPROVAL

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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 *
 PARVEN ALVIN S

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)
 01/05/2017

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

C/O ALEXION PHARMACEUTICALS, INC, 100 COLLEGE STREET

(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

NEW HAVEN, CT 06510

(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)
				(A) or (D)	Price		
Common Stock, par value \$0.0001 per share	01/05/2017		M	7,932 ⁽¹⁾	A \$ 26.64	14,305	D
Common Stock, par value \$0.0001 per share	01/05/2017		M	5,572 ⁽¹⁾	A \$ 49.43	19,877	D

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Common Stock, par value \$\$.0001 per share	01/05/2017	M	<u>3,237</u> ⁽¹⁾	A	\$ 85.75	23,114	D
Common Stock, par value \$\$.0001 per share	01/05/2017	M	<u>3,425</u> ⁽¹⁾	A	\$ 96.35	26,539	D
Common Stock, par value \$\$.0001 per share	01/05/2017	S	185 ⁽¹⁾	D	\$ <u>133.95</u> ⁽²⁾	26,354	D
Common Stock, par value \$\$.0001 per share	01/05/2017	S	369 ⁽¹⁾	D	\$ <u>135.7</u> ⁽³⁾	25,985	D
Common Stock, par value \$\$.0001 per share	01/05/2017	S	<u>7,375</u> ⁽¹⁾	D	\$ <u>137.56</u> ⁽⁴⁾	18,610	D
Common Stock, par value \$\$.0001 per share	01/05/2017	S	<u>5,176</u> ⁽¹⁾	D	\$ <u>138.6</u> ⁽⁵⁾	13,434	D
Common Stock, par value \$\$.0001 per share	01/05/2017	S	<u>5,350</u> ⁽¹⁾	D	\$ <u>139.49</u> ⁽⁶⁾	8,084	D
Common Stock, par value \$\$.0001 per share	01/05/2017	S	<u>1,433</u> ⁽¹⁾	D	\$ <u>140.59</u> ⁽⁷⁾	6,651	D
Common Stock, par value \$\$.0001 per share	01/05/2017	S	278 ⁽¹⁾	D	\$ <u>141.23</u> ⁽⁸⁾	6,373	D
	01/05/2017	S	853 ⁽¹⁾	D		5,520	I

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Common Stock, par value \$.0001 per share					\$ 133.65 <u>(9)</u>				by spouse's trust
Common Stock, par value \$.0001 per share	01/05/2017	S	15 <u>(1)</u>	D	\$ 133.95 <u>(2)</u>	5,505		I	by spouse
Common Stock, par value \$.0001 per share	01/05/2017	S	31 <u>(1)</u>	D	\$ 135.69 <u>(3)</u>	5,474		I	by spouse
Common Stock, par value \$.0001 per share	01/05/2017	S	599 <u>(1)</u>	D	\$ 137.56 <u>(4)</u>	4,875		I	by spouse
Common Stock, par value \$.0001 per share	01/05/2017	S	421 <u>(1)</u>	D	\$ 138.6 <u>(5)</u>	4,454		I	by spouse
Common Stock, par value \$.0001 per share	01/05/2017	S	435 <u>(1)</u>	D	\$ 139.49 <u>(6)</u>	4,019		I	by spouse
Common Stock, par value \$.0001 per share	01/05/2017	S	117 <u>(1)</u>	D	\$ 140.59 <u>(7)</u>	3,902		I	by spouse
Common Stock, par value \$.0001 per share	01/05/2017	S	22 <u>(1)</u>	D	\$ 141.22 <u>(8)</u>	3,880		I	by spouse

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

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(9-02)

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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	\$ 26.64	01/05/2017		M	7,932 <u>(1)</u>	08/12/2010 05/12/2020	Common Stock, par value \$\$.0001 per share	7,932	
Option to Purchase Common Stock	\$ 49.43	01/05/2017		M	5,572 <u>(1)</u>	08/11/2011 05/11/2021	Common Stock, par value \$\$.0001 per share	0	
Option to Purchase Common Stock	\$ 85.75	01/05/2017		M	3,237 <u>(1)</u>	08/08/2012 05/08/2022	Common Stock, par value \$\$.0001 per share	3,237	
Option to Purchase Common Stock	\$ 96.35	01/05/2017		M	3,425 <u>(1)</u>	08/07/2013 05/07/2023	Common Stock, par value \$\$.0001 per share	3,425	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PARVEN ALVIN S C/O ALEXION PHARMACEUTICALS, INC 100 COLLEGE STREET NEW HAVEN, CT 06510	X			

Signatures

/s/ Michael Greco Attorney-in-Fact for Alvin
Parven

01/09/2017

__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 is 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 \$133.95 - \$134.95. 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 \$135.22 - \$136.22. 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 \$137.04 - \$138.04. 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 \$138.05 - \$139.05. 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 \$139.08 - \$140.08. 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 \$140.13 - \$141.13. 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 \$141.17 - \$142.17. 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.
 - (9) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$133.65 - \$134.65. 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.