

ALEXION PHARMACEUTICALS INC

Form 4

March 03, 2015

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

OMB APPROVAL

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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 *
Moriarty John B2. 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)

ALEXION
PHARMACEUTICALS, 352
KNOTTER DRIVE3. Date of Earliest Transaction
(Month/Day/Year)
02/27/2015____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
EVP & General Counsel

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 or Disposed of (D) (Instr. 3, 4 and 5) (A) or (D)	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)
Common Stock, par value \$.0001 per share	02/27/2015		A	5,100 (1)	A \$ 0 31,877	D	
Common Stock, par value \$.0001 per share	02/27/2015		A	1,745 (2)	A \$ 0 33,622	D	

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Common
Stock, par
value 03/02/2015 S 280 ⁽³⁾ D \$ 180.34 33,342 D
\$.0001 per
share

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

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(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	\$ 180.37	02/27/2015		A		24,400 <u>(4)</u>		02/27/2016	02/27/2025	Common Stock, par value \$.0001 per share	24,400
Option to Purchase Common Stock	\$ 180.37	02/27/2015		A		5,874 <u>(5)</u>		02/27/2016	02/27/2025	Common Stock, par value \$.0001 per share	5,874

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Moriarty John B ALEXION PHARMACEUTICALS 352 KNOTTER DRIVE CHESHIRE, CT 06410	EVP & General Counsel

Signatures

/s/ Michael Greco, Attorney-in-Fact for John B.
Moriarty

03/03/2015

__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) Award of Restricted Stock Units under the 2004 Incentive Plan. 25% vests on each anniversary of the grant date.
- (2) Award of Restricted Stock Units under the 2004 Incentive Plan. 1/3 vests on each anniversary of the grant date.
- (3) This sale was made to cover withholding taxes immediately following the vesting of previously granted Restricted Stock Units.
- (4) 25% vests on the first anniversary of the grant date and 1/16 every three months thereafter.
- (5) 1/3 vests on each anniversary of the grant date.

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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