

ALEXION PHARMACEUTICALS INC  
 Form 4  
 December 15, 2015

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

OMB APPROVAL  
 OMB Number: 3235-0287  
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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 \*  
 NORBY R DOUGLAS

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)  
 C/O ALEXION PHARMACEUTICALS, 352 KNOTTER DRIVE

3. Date of Earliest Transaction (Month/Day/Year)  
 12/11/2015

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

(Street)  
 CHESHIRE, CT 06410

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

(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 (Instr. 4)
			Code	V	Amount or Price		
Common Stock, par value \$0.0001 per share	12/11/2015		A		13,000 A \$ 18.01	45,481	D
Common Stock, par value \$0.0001 per share	12/11/2015		A		12,276 A \$ 16.83	57,757	D

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Common Stock, par value \$\$.0001 per share	12/11/2015	A	7,932	A	\$ 26.64	65,689	D
Common Stock, par value \$\$.0001 per share	12/11/2015	A	5,572	A	\$ 49.43	71,261	D
Common Stock, par value \$\$.0001 per share	12/11/2015	A	3,237	A	\$ 85.75	74,498	D
Common Stock, par value \$\$.0001 per share	12/11/2015	A	3,425	A	\$ 96.35	77,923	D
Common Stock, par value \$\$.0001 per share	12/11/2015	S	34	D	\$ 186.97 <u>(1)</u>	77,889	D
Common Stock, par value \$\$.0001 per share	12/11/2015	S	35,575	D	\$ 187.57 <u>(2)</u>	42,314	D
Common Stock, par value \$\$.0001 per share	12/11/2015	S	9,833	D	\$ 188.24 <u>(3)</u>	32,481	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Number of Derivative Securities
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Securities (Instr. 3 and 4)	(Instr. 5)	Bene Own Follo Repo Trans (Instr
Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

NORBY R DOUGLAS  
C/O ALEXION PHARMACEUTICALS  
352 KNOTTER DRIVE  
CHESHIRE, CT 06410

X

## Signatures

/s/ Michael Greco, Attorney-in-Fact for R. Douglas  
Norby

12/15/2015

\_\_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) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$186.00 - \$186.99. 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 \$187.00 - \$187.99. 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 \$188.00 - \$188.99. 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. 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.