

ALEXION PHARMACEUTICALS INC

Form 4

May 15, 2008

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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 *
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)

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

**352 KNOTTER DR, C/O ALEXION
 PHARMACEUTICALS INC**

05/14/2008

(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 (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock, par value \$.0001 per share	05/14/2008		S		63	D	\$ 70.98	6,937	D
Common Stock, par value \$.0001 per share	05/14/2008		S		600	D	\$ 70.98	6,337	D
	05/14/2008		S		137	D		6.200	D

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Common Stock, par value \$.0001 per share					\$ 71.01		
Common Stock, par value \$.0001 per share	05/14/2008	S	100	D	\$ 71.01	6,100	D
Common Stock, par value \$.0001 per share	05/14/2008	S	100	D	\$ 71.02	6,000	D
Common Stock, par value \$.0001 per share	05/14/2008	S	100	D	\$ 71.02	5,900	D
Common Stock, par value \$.0001 per share	05/14/2008	S	100	D	\$ 70.99	5,800	D
Common Stock, par value \$.0001 per share	05/14/2008	S	100	D	\$ 71.02	5,700	D
Common Stock, par value \$.0001 per share	05/14/2008	S	100	D	\$ 71	5,600	D
Common Stock, par value \$.0001 per share	05/14/2008	S	100	D	\$ 71.02	5,500	D
Common Stock, par value \$.0001 per share	05/14/2008	S	100	D	\$ 71.04	5,400	D
	05/14/2008	S	100	D		5,300	D

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Common
Stock, par
value
\$.0001 per
share

\$
71.04

Common
Stock, par
value
\$.0001 per
share

05/14/2008

S

200

D

\$
71.04

5,100

D

Common
Stock, par
value
\$.0001 per
share

05/14/2008

S

100

D

\$
71.05

5,000

D

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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor 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

MATHIS LARRY
352 KNOTTER DR
C/O ALEXION PHARMACEUTICALS INC
CHESHIRE, CT 06410

X

Reporting Owners

Signatures

/s/ Larry Mathis

05/15/2008

__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).

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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