

BELL LEONARD  
Form 4  
September 28, 2012

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

OMB APPROVAL  
OMB Number: 3235-0287  
Expires: January 31, 2015  
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 \*  
BELL LEONARD

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)  
09/27/2012

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

C/O ALEXION PHARMACEUTICALS INC, 352 KNOTTER DRIVE

(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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common stock, par value \$.0001 per share	09/07/2012		G	V	26,468 (1)	A	\$ 0
Common stock, par value \$.0001 per share	09/27/2012		S		34,166 (2)	D	\$ 111.96 (3)

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Common stock, par value \$\$.0001 per share	09/27/2012	S	<u>31,826</u> <sup>(2)</sup>	D	\$ <u>113.16</u> <sup>(4)</sup>	1,633,558	D
Common stock, par value \$\$.0001 per share	09/27/2012	S	<u>1,008</u> <sup>(2)</sup>	D	\$ <u>114.44</u> <sup>(5)</sup>	1,632,550	D
Common stock, par value \$\$.0001 per share	09/28/2012	M	7,500	A	\$ 5.1	1,640,050	D
Common stock, par value \$\$.0001 per share	09/28/2012	M	32,064	A	\$ 8.18	1,672,114	D
Common stock, par value \$\$.0001 per share	09/28/2012	M	<u>33,000</u> <sup>(2)</sup>	A	\$ 5.82	1,705,114	D
Common stock, par value \$\$.0001 per share	09/28/2012	M	<u>43,100</u> <sup>(2)</sup>	A	\$ 4.03	1,748,214	D
Common stock, par value \$\$.0001 per share	09/28/2012	S	<u>76,100</u> <sup>(2)</sup>	D	\$ 111.44	1,672,114	D
Common stock, par value \$\$.0001 per share	09/28/2012	M	9,720	A	\$ 10.29	1,681,834	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)

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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		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
					Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date		
Option to purchase common stock	\$ 5.1	09/27/2012		M	7,500		06/09/2005	03/09/2015	Common stock	7,500
Option to purchase common stock	\$ 8.18	09/27/2012		M	32,064		09/07/2006	06/07/2016	Common stock	32,064
Option to purchase common stock	\$ 10.29	09/28/2012		M	9,720		04/15/2007	01/15/2017	Common stock	9,720
Option to purchase common stock	\$ 5.82	09/28/2012		M	33,000 <sup>(2)</sup>		05/24/2004	02/24/2004	Common stock	33,000
Option to purchase common stock	\$ 4.03	09/28/2012		M	43,100 <sup>(2)</sup>		12/08/2004	09/08/2004	Common stock	43,100

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BELL LEONARD C/O ALEXION PHARMACEUTICALS INC 352 KNOTTER DRIVE CHESHIRE, CT 06410	X		CEO	

## Signatures

/s/ Leonard Bell                      09/28/2012

\*\*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) Shares represent a distribution from a trust to the reporting person.
- (2) The 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.
- (3) This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$111.44 - \$112.44. Upon request, the reporting person will provide to the SEC staff full information regarding the number of shares sold at each price.  
This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$112.44 - \$113.44. The price reported in  
(4) this column reflects the weighted average price. Upon request, the reporting person will provide to the SEC staff full information regarding the number of shares sold at each price.  
This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$113.44 - \$114.44. The price reported in  
(5) 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 and 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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