

KEISER DAVID W  
Form 4  
March 04, 2009

**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 \*  
KEISER DAVID W

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)  
03/02/2009

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

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) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
|   |                                      |  |                                | (A) or (D)  | Price   |  |  |
| Common Stock, par value \$.0001 per share | 03/02/2009                           |  | M                              | 4,632<br>(1)  | A \$ 8.05   | 205,996  | D  |
| Common Stock, par value \$.0001 per share | 03/02/2009                           |  | M                              | 4,000<br>(1)  | A \$ 10.19  | 209,996  | D  |

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|   |            |   |                      |   |                           |         |   |
|---|------------|---|----------------------|---|---------------------------|---------|---|
| Common<br>Stock, par<br>value<br>\$.0001 per<br>share | 03/02/2009 | M | <u>6,250</u><br>(1)  | A | \$<br>10.36               | 216,246 | D |
| Common<br>Stock, par<br>value<br>\$.0001 per<br>share | 03/02/2009 | M | <u>25,118</u><br>(1) | A | \$ 10.5                   | 241,364 | D |
| Common<br>Stock, par<br>value<br>\$.0001 per<br>share | 03/02/2009 | S | <u>31,400</u><br>(1) | D | \$<br><u>32.62</u><br>(2) | 209,964 | D |
| Common<br>Stock, par<br>value<br>\$.0001 per<br>share | 03/02/2009 | S | <u>8,600</u><br>(1)  | D | \$ <u>33.8</u><br>(3)     | 201,364 | D |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|--|--|---|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable      Expiration<br>Date                    | Title      Amount<br>or<br>Number<br>of Shares                      |
| Option to<br>Purchase<br>Common<br>Stock            | \$ 8.05  | 03/02/2009                              |   | M                                    | 4,632  | 09/08/2004      09/08/2014                                     | Common<br>Stock, par<br>value<br>\$.0001<br>per share      4,632    |
| Option to<br>Purchase                               | \$ 10.19   | 03/02/2009                              |   | M                                    | 4,000  | 03/09/2005      03/09/2015                                     | Common      4,000<br>Stock, par                                     |

|  |          |            |   |        |            |            |   |                               |  |
|--|----------|------------|---|--------|------------|------------|---|-------------------------------|--|
| Common<br>Stock                          |          |            |   |        |            |            |   | value<br>\$.0001<br>per share |  |
| Option to<br>Purchase<br>Common<br>Stock | \$ 10.36 | 03/02/2009 | M | 6,250  | 01/09/2006 | 01/09/2016 | Common<br>Stock, par<br>value<br>\$.0001<br>per share | 6,250                         |  |
| Option to<br>Purchase<br>Common<br>Stock | \$ 10.5  | 03/02/2009 | M | 25,118 | 06/14/2001 | 06/14/2011 | Common<br>Stock, par<br>value<br>\$.0001<br>per share | 25,118                        |  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| KEISER DAVID W<br>C/O ALEXION PHARMACEUTICALS INC<br>352 KNOTTER DRIVE<br>CHESHIRE, CT 06410 | X             |           |         |       |

## Signatures

/s/ David Keiser                      03/04/2009

\_\_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) The transactions reported by this Form 4 are 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 \$32.23 - \$33.21. 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 \$33.38 - \$34.26. 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.

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