

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name Synageva BioPharma Corp. (and Alexion Pharmaceuticals, Inc. as successor)		2 Issuer's employer identification number (EIN) 56-1808663	
3 Name of contact for additional information Elena Ridloff	4 Telephone No. of contact (203) 699-7722	5 Email address of contact RidloffE@alxn.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 352 Knotter Drive		7 City, town, or post office, state, and Zip code of contact Cheshire, CT 06410	
8 Date of action June 20, 2015 and June 22, 2015		9 Classification and description Common Stock	
10 CUSIP number 87159A103 (015351109)	11 Serial number(s)	12 Ticker symbol GEVA (ALXN)	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

- 14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► See attached.
- 15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► See attached.
- 16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► See attached.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► _____

IRC sections 356(a), 358(a), 368(a), 302(b)

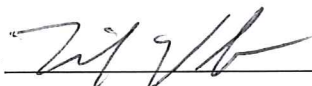
18 Can any resulting loss be recognized? ► **No loss will be recognized as a result of the Offer or the First Merger, except for possible loss recognized in connection with the cash received in lieu of fractional Alexion Shares.**

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► **The tax basis in the newly issued Alexion Shares will be taken into account in the tax year of the shareholder during which the Offer or First Merger occurred (e.g., 2015 for calendar year taxpayers).**

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ►



Date ►

5 August 2015

Print your name ► **Michael V. Greco**

Title ► **VP of Law and Corporate Secretary**

Paid Preparer Use Only

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

Firm's name ►

Firm's EIN ►

Firm's address ►

Phone no.

Synageva BioPharma Corp. FEIN: 56-1808663

Part II

Line 14

On June 22, 2015, Pulsar Merger Sub Inc. ("Purchaser"), a direct wholly owned subsidiary of Alexion Pharmaceuticals, Inc. ("Alexion"), completed the acquisition of Synageva BioPharma Corp. ("Synageva") by means of an integrated exchange offer (the "Offer") and merger as follows: (i) on June 20, 2015, Purchaser accepted 21,021,124 shares of Synageva tendered pursuant to the Offer, representing approximately 56 percent of Synageva's outstanding shares; (ii) on June 22, 2015 and as part of the same plan, Purchaser merged with and into Synageva (the "First Merger") with Synageva continuing as the surviving corporation; and, (iii) immediately after the First Merger on June 22, 2015 and as part of the same plan, Synageva merged with and into Galaxy Merger Sub LLC ("Merger Sub"), a Delaware limited liability company and direct wholly owned subsidiary (that is disregarded for U.S. federal income tax purposes) of Alexion (the "Second Merger" and together with the First Merger, the "Mergers") (the Offer and the Mergers collectively, the "Transaction"). Pursuant to the Transaction each issued and outstanding share of common stock, par value \$0.001 per share, of Synageva (each, a "Synageva Share" and together the "Synageva Shares") was exchanged for \$115.00 in cash and 0.6581 shares of Alexion common stock (each, an "Alexion Share" and together the "Alexion Shares") plus cash in lieu of any fractional shares. Following the Transaction Merger Sub was renamed "Alexion Pharma LLC."

Line 15

Alexion and Synageva intend, for U.S. federal income tax purposes, that the Offer and the Mergers, taken together, will qualify as a "reorganization" within the meaning of Section 368(a) of the Internal Revenue Code of 1986. Accordingly, a Synageva shareholder who receives Alexion Shares and cash (other than cash received in lieu of fractional Alexion Shares) in exchange for Synageva Shares pursuant to the Offer and/or the First Merger generally will recognize gain (but not loss) in an amount equal to the lesser of (i) the amount by which the sum of the fair market value of the Alexion Shares and cash received by a Synageva shareholder exceeds such shareholder's adjusted tax basis in the Synageva Shares surrendered and (ii) the amount of cash received by such shareholder (in each case excluding any cash received in lieu of fractional Alexion Shares, which shall be treated as discussed below). If Synageva Shares were acquired at different times or at different prices, any gain or loss will be determined separately with respect to each block of Synageva Shares.

The aggregate tax basis of the Alexion Shares received pursuant to the Offer and/or the First Merger (including fractional Alexion Shares deemed received and exchanged for cash, as discussed below) will be the same as the aggregate tax basis of the Synageva Shares surrendered in exchange therefor, decreased by the amount of cash received (excluding any cash received

instead of fractional Alexion Shares), and increased by the amount of gain recognized on the exchange (the “Adjusted Aggregate Tax Basis”), excluding any gain recognized with respect to fractional Alexion Shares for which cash is received, as discussed below.

Where one Alexion Share is received in exchange for more than one Synageva Share, the Adjusted Aggregate Tax Basis (described above on Line 15) must be allocated to the Alexion Shares (or allocable portions thereof) received in a manner that reflects, to the greatest extent possible, the basis in the Synageva Shares that were acquired on the same date and at the same price. To the extent it is not possible to allocate the Adjusted Aggregate Tax Basis in this manner, the aggregate tax basis in the Synageva Shares surrendered must be allocated to the Alexion Shares (or allocable portions thereof) received in a manner that minimizes the disparity in the holding periods of Synageva Shares whose basis is allocated to any particular Alexion Share received.

A Synageva shareholder who received cash instead of fractional Alexion Shares will generally be treated as having received the fractional Alexion Shares pursuant to the Offer and/or the First Merger, as applicable, and then as having sold such fractional Alexion Shares for cash. As a result, such holder will generally recognize gain or loss equal to the difference between the amount of cash received and the tax basis allocated to such fractional Alexion Shares.

Further discussion of the material U.S. federal income tax consequences of the Offer and First Merger may be found under the heading “Material U.S. Federal Income Tax Consequences” in Alexion’s 424B3 filed with the Securities and Exchange Commission on June 18, 2015 (available at the following internet address: <http://ir.alexionpharm.com/secfiling.cfm?filingID=1571049-15-5132>).

Line 16

Consult your tax advisors regarding the manner in which the Alexion Shares are valued for purposes of determining the potential gain described above on Line 15. Under generally applicable federal income tax rules, one reasonable approach to determine the fair market value of Alexion Shares for purposes of calculating the potential gain on the Synageva Shares accepted in the Offer on June 20, 2015 is to take the weighted average of the means between the highest and lowest quoted selling prices Alexion Shares on June 19, 2015 and June 22, 2015 (the nearest trading dates), which is \$185.51. Similarly, one reasonable approach to determine the fair market value of the Alexion Shares for calculating the potential gain on the Synageva Shares exchanged in the First Merger on June 22, 2015 is to take the mean between the highest and lowest quoted selling prices of Alexion Shares on June 22, 2015, which is \$186.92.

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► See separate instructions.

Part I Reporting Issuer

1 Issuer's name Alexion Pharmaceuticals, Inc.		2 Issuer's employer identification number (EIN) 13-3648318	
3 Name of contact for additional information Irving Adler	4 Telephone No. of contact 203-271-8210	5 Email address of contact	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 352 Knotter Drive		7 City, town, or post office, state, and Zip code of contact Cheshire, CT 06410	
8 Date of action May 23, 2011		9 Classification and description Stock - Common Stock	
10 CUSIP number 015351109	11 Serial number(s)	12 Ticker symbol ALXN	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► On May 12, 2011, Alexion Pharmaceuticals, Inc. announced that its shareholders approved an increase in the number of authorized shares of common stock from 145 million to 290 million. The increase enables Alexion to effect a two-for-one stock split, payable in the form of a 100 percent stock dividend. The additional shares are expected to be distributed after the close of business on May 20, 2011 and reporting of the Alexion share price on a split-adjusted basis will commence on May 23, 2011.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► The increase enables Alexion to effect a two-for-one stock split, payable in the form of a 100-percent stock dividend.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► The shareholders overall cost basis in their shares is not changed as a result of the stock split. However, their per share basis in the stock is changed. The shareholders will need to adjust their basis per share of their stock.

May 20, 2011 - Pre-split adjusted closing stock price was 95.58.

May 20, 2011 - Post-split adjusted closing stock price was 47.79.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► IRC §§ 305(a) and 307(a).
Pursuant to IRC § 305(a), the share split should be considered a non-taxable event to the shareholder. This code section states that distributions of a corporation's own stock made with respect to its stock are not taxable to the shareholder. Additionally, the general rule under IRC § 307(a) states that if a shareholder in a corporation receives its stock or rights to acquire its stock (i.e., "new stock") in a distribution to which IRC § 305(a) applies, then the basis of such new stock and of the stock with respect to which it is distributed (i.e., "old stock"), respectively, shall, in the shareholder's hands, be determined by allocating between the old stock and the new stock the adjusted basis of the old stock.

18 Can any resulting loss be recognized? ► Not applicable.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► Not applicable.

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ►

Date ►

13 January 2012Print your name ► Jeffrey M. Fryer

Title ►

Chief Tax Officer**Paid Preparer Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

Firm's name ►

Firm's EIN ►

Firm's address ►

Phone no.