

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>PARVEN ALVIN S</u>  (Last) (First) (Middle) C/O ALEXION PHARMACEUTICALS, INC 100 COLLEGE STREET  (Street) NEW HAVEN CT 06510  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ALEXION PHARMACEUTICALS INC [ ALXN ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 01/05/2017	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.0001 per share	01/05/2017		M		7,932 <sup>(1)</sup>	A	\$26.64	14,305	D	
Common Stock, par value \$.0001 per share	01/05/2017		M		5,572 <sup>(1)</sup>	A	\$49.43	19,877	D	
Common Stock, par value \$.0001 per share	01/05/2017		M		3,237 <sup>(1)</sup>	A	\$85.75	23,114	D	
Common Stock, par value \$.0001 per share	01/05/2017		M		3,425 <sup>(1)</sup>	A	\$96.35	26,539	D	
Common Stock, par value \$.0001 per share	01/05/2017		S		185 <sup>(1)</sup>	D	\$133.95 <sup>(2)</sup>	26,354	D	
Common Stock, par value \$.0001 per share	01/05/2017		S		369 <sup>(1)</sup>	D	\$135.7 <sup>(3)</sup>	25,985	D	
Common Stock, par value \$.0001 per share	01/05/2017		S		7,375 <sup>(1)</sup>	D	\$137.56 <sup>(4)</sup>	18,610	D	
Common Stock, par value \$.0001 per share	01/05/2017		S		5,176 <sup>(1)</sup>	D	\$138.6 <sup>(5)</sup>	13,434	D	
Common Stock, par value \$.0001 per share	01/05/2017		S		5,350 <sup>(1)</sup>	D	\$139.49 <sup>(6)</sup>	8,084	D	
Common Stock, par value \$.0001 per share	01/05/2017		S		1,433 <sup>(1)</sup>	D	\$140.59 <sup>(7)</sup>	6,651	D	
Common Stock, par value \$.0001 per share	01/05/2017		S		278 <sup>(1)</sup>	D	\$141.23 <sup>(8)</sup>	6,373	D	
Common Stock, par value \$.0001 per share	01/05/2017		S		853 <sup>(1)</sup>	D	\$133.65 <sup>(9)</sup>	5,520	I	by spouse's trust
Common Stock, par value \$.0001 per share	01/05/2017		S		15 <sup>(1)</sup>	D	\$133.95 <sup>(2)</sup>	5,505	I	by spouse
Common Stock, par value \$.0001 per share	01/05/2017		S		31 <sup>(1)</sup>	D	\$135.69 <sup>(3)</sup>	5,474	I	by spouse
Common Stock, par value \$.0001 per share	01/05/2017		S		599 <sup>(1)</sup>	D	\$137.56 <sup>(4)</sup>	4,875	I	by spouse
Common Stock, par value \$.0001 per share	01/05/2017		S		421 <sup>(1)</sup>	D	\$138.6 <sup>(5)</sup>	4,454	I	by spouse
Common Stock, par value \$.0001 per share	01/05/2017		S		435 <sup>(1)</sup>	D	\$139.49 <sup>(6)</sup>	4,019	I	by spouse
Common Stock, par value \$.0001 per share	01/05/2017		S		117 <sup>(1)</sup>	D	\$140.59 <sup>(7)</sup>	3,902	I	by spouse
Common Stock, par value \$.0001 per share	01/05/2017		S		22 <sup>(1)</sup>	D	\$141.22 <sup>(8)</sup>	3,880	I	by spouse

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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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	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Code	5. V	6A. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6B. Date Exercisable	6C. Date of Expiration	7. Title and Amount of Underlying Security (Instr. 6)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Option to Purchase Common Stock	\$26.64	01/05/2017		M		7,932 <sup>(1)</sup>	08/12/2010	05/12/2020	Common Stock, par value \$0.0001 per share	\$0			
Option to Purchase Common Stock	\$49.43	01/05/2017		M		5,572 <sup>(1)</sup>	08/11/2011	05/11/2021	Common Stock, par value \$0.0001 per share	\$0	0	D	
Option to Purchase Common Stock	\$85.75	01/05/2017		M		3,237 <sup>(1)</sup>	08/08/2012	05/08/2022	Common Stock, par value \$0.0001 per share	\$0	0	D	
Option to Purchase Common Stock	\$96.35	01/05/2017		M		3,425 <sup>(1)</sup>	08/07/2013	05/07/2023	Common Stock, par value \$0.0001 per share	\$0	0	D	

**Explanation of Responses:**

- This 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.
- This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$133.95 - \$134.95. 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.
- This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$135.22 - \$136.22. 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.
- This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$137.04 - \$138.04. 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.
- This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$138.05 - \$139.05. 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.
- This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$139.08 - \$140.08. 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.
- This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$140.13 - \$141.13. 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.
- This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$141.17 - \$142.17. 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.
- This transaction was executed in multiple trades through a broker-dealer at prices ranging from \$133.65 - \$134.65. 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.

**Remarks:**

/s/ Michael Greco Attorney-in-Fact for Alvin Parven 01/09/2017

\*\* Signature of Reporting Person Date

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

\* 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.

**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 Number.**