

[ALEXION LOGO]

Alexion Pharmaceuticals, Inc.

1,974,744 Shares of Common Stock

This document supplements the prospectus dated July 8, 1997 relating to the sale of 1,974,744 shares of our common stock. We are not selling any shares; the stockholders named in the prospectus are offering their shares. This prospectus supplement is incorporated by reference into the prospectus.

Our Nasdaq National Market Trading Symbol - ALXN

Closing Price (June 14, 1999): 10

Caduceus Capital, Ltd. and Caduceus Capital, L.P., two of the selling stockholders named in the prospectus, have transferred their securities portfolios to be managed and traded by a new trust, Caduceus Capital Trust. This supplement amends the table on page 11 of the prospectus to remove Caduceus Capital Ltd. and Caduceus Capital, L.P. as selling stockholders from the table and to add Winchester Global Trust, as Trustee for Caduceus Capital Trust, as a selling stockholder owning, and offering hereby, a total of 40,000 shares of our common stock, as described on the following page.

See "Risk Factors," which begins of page 4 of the accompanying prospectus, for certain information that should be considered by prospective investors.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved these securities, or determined if this prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

The date of this prospectus supplement is June 15, 1999.

Name of Selling Stockholder(1)	Amount of Beneficial Ownership Prior to Offering		Number of Shares Being Offered	Amount of Beneficial Ownership After Offering	
	Number of Shares(2)	Percent of Class		Number of Shares	Percent of Shares
Winchester Global Trust, as Trustee for Caduceus Capital Trust (12)	40,000	*	40,000	0	0

(12) Winchester Global Trust is the sole trustee of Caduceus Capital Trust. Caduceus Capital Trust manages and trades the securities portfolios of Caduceus Capital, L.P. and Caduceus Capital, Ltd. Caduceus Capital Trust has sole voting and dispositive power over the shares offered hereby. Orbimed Advisors LLC is the general partner of and financial adviser to Caduceus Capital, L.P. and an investor in Caduceus Capital, Ltd. Samuel D. Isaly is the managing member of Orbimed Advisors LLC. Sven Borho, Arvind Desai, Carl Gordon and Michael Sheffery are members of Orbimed Advisors LLC. As such, Winchester Global Trust, Caduceus Capital, L.P., Caduceus Capital, Ltd., Orbimed Advisors LLC and Messrs. Isaly, Borho, Desai, Gordon and Sheffery may be deemed beneficial owners of these shares.