FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT	OF CHANGES	S IN BENEFICIAL	. OWNERSHIP

OMB APPROVAL			
OMB Number:	3235-0287		
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0.5

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 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person (Check all applicable) ALEXION PHARMACEUTICALS INC [ **MADRI JOSEPH A** Director 10% Owner ALXN ] Officer (give title Other (specify below) below) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) C/O ALEXION PHARMACEUTICALS INC 05/11/2011 352 KNOTTER DRIVE 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable 05/13/2011 (Street) Form filed by One Reporting Person **CHESHIRE** CT 06410 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 7. Nature of 5. Amount of 6. Ownership Execution Date Transaction Form: Direct Code (Instr. 8) Beneficially Owned Following Beneficial (Month/Day/Year) (D) or Indirect (I) (Instr. 4) if any (Month/Day/Year) Ownership Reported Transaction(s) (Instr. 4) (A) or (D) Price Code Amount (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction 1. Title of Derivative 5. Number o 6. Date Exercisable and 7. Title and Amount 9. Number of 3A. Deemed 8. Price of 11. Nature 2. Conversion Execution Date. Transaction Ownership Derivative of Securities Derivative derivative of Indirect Security (Instr. 3) or Exercise Price of (Month/Day/Year) if any (Month/Day/Year) Code (Instr. 8) Securities Acquired (A) (Month/Day/Year) Underlying Derivative Security Security (Instr. 5) Securities Form: Direct (D) Beneficial Beneficially or Disposed of (D) (Instr. 3, 4 and 5) or Indirect (I) (Instr. 4) Derivative (Instr. 3 and 4) Owned (Instr. 4) Following Security Reported Transaction(s) Amount (Instr. 4) or Number

Date

Exercisable

08/11/2011

(D)

Expiration Date

05/11/2021(2)

Title

Stock,

par value

\$.0001

per share

## **Explanation of Responses:**

\$98.86(1)

Option to

Purchase

Common

Stock

1. The number of options and exercise price reported in this Form 4A have not been adjusted for the 2:1 stock split of Alexion's common stock, effected on May 20, 2011.

(A)

2,786(1)

2. The expiration date for the stock option is May 11, 2021, not May 11, 2012 as originally reported in the Form 4 filed on May 13, 2011.

/s/ Joseph Madri 06/15/2011

\$<mark>0</mark>

\*\* Signature of Reporting Person

of Shares

2,786(1)

Date

2,786(1)

D

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).

05/11/2011

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code

Α

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.