

ALEXION PHARMACEUTICALS INC  
Form 8-K  
January 19, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported) January 18, 2005**

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**ALEXION PHARMACEUTICALS, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-27756**  
(Commission File Number)

**13-3648318**  
(IRS Employer  
Identification No.)

**352 Knotter Drive, Cheshire, CT**  
(Address of principal executive offices)

**06410**  
(Zip Code)

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Registrant's telephone number, including area code: (203) 272-2596

Not Applicable

(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events.**

On January 18, 2005, Alexion Pharmaceuticals, Inc. issued a press release announcing that it intends to offer approximately \$125 million principal amount of convertible senior notes due 2012, with an option to the initial purchasers to purchase up to an additional \$25 million principal amount of notes. A copy of this press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

| <b>Exhibit</b> |                                      |
|----------------|--------------------------------------|
| <b>Number</b>  | <b>Description</b>                   |
| 99.1           | Press Release Dated January 18, 2005 |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ALEXION PHARMACEUTICALS, INC.

Date: January 18, 2005

By: /s/ Thomas I. H. Dubin

Name: Thomas I. H. Dubin

Title: Vice President and General Counsel