UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 1)*

Alexion Pharmaceuticals, Inc. (Name of Issuer)

Common Stock Par Value \$.0001 (Title of Class of Securities)

015351109 (CUSIP Number)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1	S.S. or I.R.S. Identification Nos. of Above Persons							
06	Oak Investment Partners V, Limited Partnership 06-1332464							
	Check the Approp	riate	Box if a Member of a Group (Se	e Instructions)		[]	
3 5	SEC Use Only							
-								
4 (Citizenship or P	lace	of Organization					
	laware							
Sha	mber of ares ne-	(5)	Sole Voting Power	511,187 shares common stock	of			
fi	cially ned by	(6)	Shared Voting Power	Not applicable				
Ea Re _l	,	(7)	Sole Dispositive Power	511,187 shares common stock	of			
Wi		(8)	Shared Dispositive Power	Not applicable				
9		t Ben	eficially Owned by Each					
	511,187 shares		mmon stock					
10	Check if the Ago Certain Shares	grega (See	te Amount in Row (9) Excludes			[]	
11			resented by Amount in Row 9					
	5.4%							
12	Type of Reporti	ng Pe	rson (See Instructions)					
	PN							

	Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons					
Oak Associates V, LLC 06-1462391						
2 Check the App	ropriate	Box if a Member of a Group (See Instructions) (a) (b)]
3 SEC Use Only						
4 Citizenship o	r Place	of Organization				
Delaware						
Number of Shares	(5)	Sole Voting Power	Not applicable			
Bene- ficially Owned by	(6)	Shared Voting Power	511,187 shares common stock	of		
Each Reporting	(7)	Sole Dispositive Power	Not applicable			
Person With	(8)	Shared Dispositive Power	511,187 shares common stock	of		
9 Aggregate Amo Reporting Pe		eficially Owned by Each				
511,187 share						
10 Check if the	LO Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) []					
11 Percent of C	lass Rep	resented by Amount in Row 9				
5.4%						
12 Type of Repo	rting Pe	rson (See Instructions)				
00-LLC						

ΡN

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons							
Oak V Affiliates Fund, Limited Partnership 06-1334685							
2 Check	the Appropria	ate Bo	ox if a Member of a Group (Se	e Instructions)	(a) (b)	[]
3 SEC U	se Only						
4 Citiz	enship or Plac	ce of	Organization				
Delawar	e 						
Number Shares Bene-	of (s	5) So	ole Voting Power	11,497 shares o common stock	ıf		
ficiall Owned b		6) Sh	hared Voting Power	Not applicable			
Each Reporti Person	(7	7) Sc	ole Dispositive Power	11,497 shares o common stock	ıf		
With	3)	8) Sh	hares Dispositive Power	Not applicable			
9 Aggr			icially Owned by Each				
	97 shares of o						
10 Chec Cert	10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) []]	
			sented by Amount in Row 9				
0.1%							
12 Type	of Reporting	Perso	on (See Instructions)				

Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons						
Oak V Affiliates 06-1334686						
2 Check the Approp	riate	Box if a Member of a Group (S	ee Instructions) (a) (b)]	
3 SEC Use Only						
4 Citizenship or P	lace	of Organization				
Connecticut						
Number of Shares	(5)	Sole Voting Power	Not applicable			
Bene- ficially Owned by	(6)	Shared Voting Power	11,497 shares of common stock			
Each Reporting	(7)	Sole Dispositive Power	Not applicable			
Person With	(8)	Shared Dispositive Power	11,497 shares of common stock			
9 Aggregate Amoun Reporting Perso		eficially Owned by Each				
11,497 shares o	f com					
10 Check if the Aggregate Amount in Row (9) Excludes]	
11 Percent of Clas	s Rep	resented by Amount in Row 9				
0.1%						
		erson (See Instructions)				
DN						

1	1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons						
	Oak Management Corporation 06-0990851						
2	Check the Approp	riate Bo	ox if a Member of a Group (Se	ee Instructions)	(a) (b)]
3	SEC Use Only				·		
-							
4	Citizenship or P	lace of	Organization				
De	laware						
	mber of ares	(5) So	le Voting Power	Not applicable			
Be fi	ne- cially	(6) Sh	ared Voting Power	522,684 shares common stock	of		
Ea	*	(7) So	ele Dispositive Power	Not applicable			
	porting rson th	(8) Sh	ared Dispositive Power	522,684 shares common stock	of		
9	Aggregate Amoun Reporting Perso		cially Owned by Each				
	522,684 shares	of commo					
- 10	Check if the Ag Certain Shares		Amount in Row (9) Excludes tructions)			[]
- 11	Percent of Clas	s Repres	ented by Amount in Row 9				
	5.5%						
- 12	Type of Reporti	ng Perso	on (See Instructions)				
	CO						

IN

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons						
Bandel L. Carano						
		Box if a Member of a Group (S		(a) (b)]
3 SEC Use Only						
4 Citizenship or F	lace	of Organization				
United States						
Number of Shares	(5)	Sole Voting Power	Not applicable			
Bene- ficially Owned by	(6)	Shared Voting Power	522,684 shares common stock	of		
Each Reporting	(7)	Sole Dispositive Power	Not applicable			
Person With	(8)	Shared Dispositive Power	522,684 shares common stock	of		
9 Aggregate Amour Reporting Perso		eficially Owned by Each				
522,684 shares						
10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)]	
		resented by Amount in Row 9				
5.5%						
12 Type of Reporti	.ng Pe	rson (See Instructions)				

1	Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons						
Gei	rald R. Gallaghe						
2 (Box if a Member of a Group (So	(a (1	a) b)] []
3 5	SEC Use Only						
4 (Citizenship or P	lace	of Organization				
Un:	ited States						
	nber of ares	(5)	Sole Voting Power	Not applicable			
Ber fic	ne- cially ned by	(6)	Shared Voting Power	522,684 shares of common stock	F		
Ead	,	(7)	Sole Dispositive Power	Not applicable			
	rson	(8)	Shared Dispositive Power	522,684 shares or common stock	f		
9		t Ben	eficially Owned by Each				
	522,684 shares		mmon stock				
10		grega	te Amount in Row (9) Excludes Instructions)			[]
11	Percent of Clas	s Rep	resented by Amount in Row 9				
	5.5%						
12	Type of Reporti	ng Pe	rson (See Instructions)				
	IN						

IN

S.S. or I.R.S. Identification Nos. of Above Persons						
Edward F. Glassmey	er					
		Box if a Member of a Group (So	((a) (b)]
3 SEC Use Only						
4 Citizenship or F						
United States						
Number of Shares	(5)	Sole Voting Power	Not applicable			
Bene- ficially Owned by	(6)	Shared Voting Power	522,684 shares of common stock)f		
Each Reporting	(7)	Sole Dispositive Power	Not applicable			
Person With	(8)	Shared Dispositive Power	522,684 shares of common stock)f		
	it Ben	eficially Owned by Each				
522,684 shares						
10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)					[]
11 Percent of Clas	s Rep	resented by Amount in Row 9				
5.5%						
12 Type of Reporting Person (See Instructions)						

1	Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons							
Fr	edric W. Harman							
2			Box if a Member of a Group (So	((a) (b)]	
3	SEC Use Only							
	Citizenship or P.		of Organization					
	mber of	(5)	Sole Voting Power	Not applicable				
Sha Ber fic Owr Eac	ares ne- cially ned by	(6)	Shared Voting Power	511,187 shares common stock	of			
	•	(7)	Sole Dispositive Power	Not applicable				
	rson	(8)	Shared Dispositive Power	511,187 shares of common stock	of			
9	Aggregate Amoun Reporting Perso		eficially Owned by Each					
	511,187 shares		mmon stock					
10	Check if the Age Certain Shares	grega (See	te Amount in Row (9) Excludes			[]	
- 11			resented by Amount in Row 9					
_	5.4%				. .			
12	Type of Reporti	ng Pe	rson (See Instructions)					
	IN							

1	Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons							
	n H. Lamont							
2 (Box if a Member of a Group (So	(a) b)	[]	
3 9	SEC Use Only							
4 (Citizenship or P.	lace	of Organization					
Un:	ited States							
	nber of ares	(5)	Sole Voting Power	Not applicable				
Ber fic	ne- cially ned by	(6)	Shared Voting Power	522,684 shares o common stock	f			
Ead	,	(7)	Sole Dispositive Power	Not applicable				
	rson	(8)	Shared Dispositive Power	522,684 shares o common stock	f			
9	Aggregate Amoun Reporting Perso		eficially Owned by Each					
	522,684 shares		mmon stock					
10		grega	te Amount in Row (9) Excludes Instructions)			[]	
11	Percent of Clas	s Rep	resented by Amount in Row 9					
	5.5%							
12	Type of Reporti	ng Pe	rson (See Instructions)					
	IN							

1	Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons							
Ei.	Leen M. More							
2 (Check the Approp	riate	Box if a Member of a Group (S	ee Instructions) (a) (b)]		
3 9	SEC Use Only							
-								
4 (Citizenship or P	lace	of Organization					
Un:	ted States							
	nber of	(5)	Sole Voting Power	Not applicable				
fi	ne- cially	(6)	Shared Voting Power	522,684 shares of common stock				
Ead		(7)	Sole Dispositive Power	Not applicable				
	oorting rson ch	(8)	Shared Dispositive Power	522,684 shares of common stock				
9	Aggregate Amoun Reporting Perso		eficially Owned by Each					
	522,684 shares							
10		grega	•		[]		
11	Percent of Clas	s Rep	resented by Amount in Row 9					
	5.5%							
12	Type of Reporti	ng Pe	rson (See Instructions)					
	IN							

Schedule 13G Amendment No. 1 Common Stock, Par Value \$.0001 CUSIP No. 015351109

Item 1(a) Name of Issuer:

Alexion Pharmaceuticals, Inc.

Address of Issuer's Principal Executive Offices: Item 1(b)

25 Science Park, Suite 360

New Haven, CT 06511

Item 2(a) Name of Person filing:

Oak Investment Partners V, Limited Partnership

Oak Associates V, LLC

Oak V Affiliates Fund, Limited Partnership

Oak V Affiliates

Oak Management Corporation

Bandel L. Carano Gerald R. Gallagher

Edward F. Glassmeyer

Fredric W. Harman

Ann H. Lamont

Eileen M. More

Address of Principal Business Office or, if none, Item 2(b)

Residence:

c/o Oak Management Corporation

One Gorham Island

Westport, CT 06880

Item 2(c) Citizenship:

Please refer to Item 4 on each cover sheet for each filing person

Item 2(d) Title of Class of Securities:

Common stock, \$.0001 par value

Item 2(e) CUSIP Number: 015351109

Item 3 Not Applicable.

Item 4 Ownership. The approximate percentages of shares of Common Stock reported as beneficially owned by the Reporting Entities is based upon 9,545,064 shares outstanding as of December 4, 1997, as reported in the Issuer's Quarterly Report on Form 10-Q for the fiscal quarter ended October 31, 1997, plus the shares issuable upon exercise of the options described in the following sentence. Amounts shown as beneficially owned include currently exercisable options to purchase 26,210 shares of Common Stock and 590 shares of Common Stock which may be deemed to be held by Eileen M. More on behalf of Oak Investment Partners V, Limited Partnership, and Oak V Affiliates Fund, Limited Partnership, respectively.

Please see Items 5, 6, 7, 8, 9 and 11 for each cover sheet for each filing entity.

Item 5 Ownership of Five Percent or Less of a Class.

Not applicable

Item 6 Ownership of More than Five Percent on Behalf of Another Person.

Not applicable

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable

Item 8 Identification and Classification of Members of the Group.

Not applicable

Not applicable

Item 10 Certification.

Not applicable

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated February 12, 1998

Oak Investment Partners V, Limited Partnership

By: Oak Associates V, LLC, As General Partner

By: /s/ Edward F. Glassmeyer
-----Managing Member

Oak Associates V, LLC

By: /s/ Edward F. Glassmeyer
-----Managing Member

Oak V Affiliates Fund, Limited Partnership

By: Oak V Affiliates, As General Partner

By: /s/ Edward F. Glassmeyer
General Partner

Oak V Affiliates

By: /s/ Edward F. Glassmeyer
General Partner

OAK MANAGEMENT CORPORATION

Ву

:	/s/ Edward F. Glassmeyer
	Name: Edward F. Glassmeyer Title: President
	/s/ Bandel L. Carano Bandel L. Carano
	/s/ Fredric W. Harman Fredric W. Harman
	/s/ Gerald R. Gallagher Gerald R. Gallagher
	/s/ Edward F. Glassmeyer Edward F. Glassmeyer
	/s/ Ann H. Lamont Ann H. Lamont
	/s/ Eileen M. MoreEileen M. More

INDEX TO EXHIBITS

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EXHIBIT A	Agreement of Reporting Persons	18

Exhibit A

Each of the undersigned hereby agrees that Amendment No. 1 to the Schedule 13G filed on the date hereof with respect to the shares of Common Stock of Alexion Pharmaceuticals, Inc. has been filed on behalf of the undersigned.

Signature:

Dated February 12, 1998

Oak Investment Partners V, Limited Partnership

By: Oak Associates V, LLC, As General Partner

By: /s/ Edward F. Glassmeyer
-----Managing Member

Oak Associates V, LLC

By: /s/ Edward F. Glassmeyer
-----Managing Member

Oak V Affiliates Fund, Limited Partnership

By: Oak V Affiliates, As General Partner

By: /s/ Edward F. Glassmeyer
General Partner

Oak V Affiliates

By: /s/ Edward F. Glassmeyer
General Partner

OAK MANAGEMENT CORPORATION

By:	/s/ Edward F. Glassmeyer
	Name: Edward F. Glassmeyer Title: President
	/s/ Bandel L. Carano
	Bandel L. Carano
	/s/ Fredric W. Harman Fredric W. Harman
	/s/ Gerald R. Gallagher Gerald R. Gallagher
	/s/ Edward F. Glassmeyer
	Edward F. Glassmeyer
	/s/ Ann H. Lamont Ann H. Lamont
	/s/ Eileen M. More
	Eileen M. More