

REGENERON PHARMACEUTICALS INC

Form 4

April 17, 2007

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GOLDBERG MURRAY A

(Last) (First) (Middle)

777 OLD SAW MILL RIVER ROAD

(Street)

TARRYTOWN, NY 10591

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
REGENERON PHARMACEUTICALS INC [REGN]

3. Date of Earliest Transaction (Month/Day/Year)
04/13/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
SVP Fin & Admin, CFO, & Treas

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	04/13/2007		M ⁽¹⁾		1,000	A	\$ 8.625
Common Stock	04/13/2007		S ⁽¹⁾		1,000	D	\$ 24.75
Common Stock	04/13/2007		M ⁽¹⁾		100	A	\$ 8.625
Common Stock	04/13/2007		S ⁽¹⁾		100	D	\$ 24.76
	04/13/2007		M ⁽¹⁾		600	A	39,378

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Common Stock						\$ 8.625		
Common Stock	04/13/2007	S ⁽¹⁾	600	D		\$ 24.81	38,778	D
Common Stock	04/13/2007	M ⁽¹⁾	324	A		\$ 8.625	39,102	D
Common Stock	04/13/2007	S ⁽¹⁾	324	D		\$ 24.84	38,778	D
Common Stock	04/13/2007	M ⁽¹⁾	900	A		\$ 8.625	39,678	D
Common Stock	04/13/2007	S ⁽¹⁾	900	D		\$ 24.85	38,778	D
Common Stock	04/13/2007	M ⁽¹⁾	2,300	A		\$ 8.625	41,078	D
Common Stock	04/13/2007	S ⁽¹⁾	2,300	D		\$ 24.86	38,778	D
Common Stock	04/13/2007	M ⁽¹⁾	1,800	A		\$ 8.625	40,578	D
Common Stock	04/13/2007	S ⁽¹⁾	1,800	D		\$ 24.87	38,778	D
Common Stock	04/13/2007	M ⁽¹⁾	400	A		\$ 8.625	39,178	D
Common Stock	04/13/2007	S ⁽¹⁾	400	D		\$ 24.88	38,778	D
Common Stock	04/13/2007	M ⁽¹⁾	200	A		\$ 8.625	38,978	D
Common Stock	04/13/2007	S ⁽¹⁾	200	D		\$ 24.9	38,778	D

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

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(9-02)

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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Underlying Securities (Instr. 3 and 4)
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(Instr. 3, 4,
and 5)

			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 8.625	04/13/2007				1,000 (2)	(3)	01/01/2008	Common Stock	1,000
Incentive Stock Option (right to buy)	\$ 8.625	04/13/2007				100 (2)	(3)	01/01/2008	Common Stock	100
Incentive Stock Option (right to buy)	\$ 8.625	04/13/2007				600 (2)	(3)	01/01/2008	Common Stock	600
Incentive Stock Option (right to buy)	\$ 8.625	04/13/2007				324 (2)	(3)	01/01/2008	Common Stock	324
Incentive Stock Option (right to buy)	\$ 8.625	04/13/2007				900 (2)	(3)	01/01/2008	Common Stock	900
Incentive Stock Option (right to buy)	\$ 8.625	04/13/2007				2,300 (2)	(3)	01/01/2008	Common Stock	2,300
Incentive Stock Option (right to buy)	\$ 8.625	04/13/2007				1,800 (2)	(3)	01/01/2008	Common Stock	1,800
Incentive Stock Option (right to buy)	\$ 8.625	04/13/2007				400 (2)	(3)	01/01/2008	Common Stock	400

Incentive Stock Option (right to buy)	\$ 8.625	04/13/2007	M ⁽¹⁾	200 <u>(2)</u>	<u>(3)</u>	01/01/2008	Common Stock	200
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOLDBERG MURRAY A 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591			SVP Fin & Admin, CFO, & Treas	

Signatures

/s/**Murray A.
Goldberg

04/17/2007

__Signature of Reporting
Person

Date

Explanation of Responses:

- * 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).
- (1) Disposition/acquisition made pursuant to a plan intended to comply with Rule 10b5-1(c).
- (2) The stock option becomes exercisable in five equal annual installments, commencing one year after the date of grant.
- (3) Exercisable date, exercise date, exercise price, purchase price, sales price, and/or expiration date is not applicable in this case.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.