

REGENERON PHARMACEUTICALS INC

Form 4

May 22, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(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)
05/20/2013

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 Finance and Admin CFO and

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	05/20/2013		M ⁽¹⁾		50,000	A	\$ 21.25	108,592	D	
Common Stock	05/20/2013		F ⁽¹⁾		3,984	D	\$ 266.64	104,608	D	
Common Stock	05/20/2013		F ⁽¹⁾		23,730	D	\$ 266.64	80,878	D	
Common Stock	05/20/2013		M ⁽¹⁾		6,250	A	\$ 21.25	87,128	D	
	05/20/2013		F ⁽¹⁾		498	D		86,630	D	

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Common Stock					\$ 266.64		
Common Stock	05/20/2013	<u>F</u> (1)	2,966	D	\$ 266.64	83,664	D
Common Stock	05/20/2013	<u>M</u> (1)	15,000	A	\$ 21.25	98,664	D
Common Stock	05/20/2013	<u>F</u> (1)	1,195	D	\$ 266.64	97,469	D
Common Stock	05/20/2013	<u>F</u> (1)	7,119	D	\$ 266.64	90,350	D
Common Stock	05/20/2013	<u>M</u> (1)	3,750	A	\$ 21.25	94,100	D
Common Stock	05/20/2013	<u>F</u> (1)	298	D	\$ 266.64	93,802	D
Common Stock	05/20/2013	<u>F</u> (1)	1,779	D	\$ 266.64	92,023	D
Common Stock	05/20/2013	<u>M</u> (1)	12,798	A	\$ 16.8	104,821	D
Common Stock	05/20/2013	<u>F</u> (1)	806	D	\$ 266.64	104,015	D
Common Stock	05/20/2013	<u>F</u> (1)	6,184	D	\$ 266.64	97,831	D
Common Stock	05/20/2013	<u>M</u> (1)	3,919	A	\$ 53.18	101,750	D
Common Stock	05/20/2013	<u>F</u> (1)	781	D	\$ 266.64	100,969	D
Common Stock	05/20/2013	<u>F</u> (1)	1,617	D	\$ 266.64	99,352	D
Common Stock	05/20/2013	<u>M</u> (1)	16,250	A	\$ 16.8	115,602	D
Common Stock	05/20/2013	<u>F</u> (1)	1,023	D	\$ 266.64	114,579	D
Common Stock	05/20/2013	<u>F</u> (1)	7,852	D	\$ 266.64	106,727	D
Common Stock	05/20/2013	<u>M</u> (1)	20,000	A	\$ 16.8	126,727	D
Common Stock	05/20/2013	<u>F</u> (1)	1,260	D	\$ 266.64	125,467	D
Common Stock	05/20/2013	<u>F</u> (1)	9,664	D	\$ 266.64	115,803	D
	05/20/2013	<u>M</u> (1)	20,000	A	\$ 16.8	135,803	D

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Common
Stock

Common Stock	05/20/2013	F ⁽¹⁾	1,260	D	\$ 266.64	134,543	D
Common Stock	05/20/2013	F ⁽¹⁾	9,116	D	\$ 266.64	125,427	D
Common Stock	05/21/2013	G ⁽²⁾	V 4,061	D	\$ 0	121,366	D
Common Stock	05/21/2013	M	952	A	\$ 16.8	122,318	D
Common Stock	05/21/2013	M	3,071	A	\$ 20.32	125,389	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) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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 Finance and Admin CFO and

Signatures

/s/**Murray A.
Goldberg

05/22/2013

__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) Gift of Common Stock to a charitable foundation.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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