

REGENERON PHARMACEUTICALS INC
 Form 4
 May 22, 2013

FORM 4

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

OMB APPROVAL

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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)
 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)	(A) or (D)	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	Price		
Common Stock	05/20/2013		M ⁽¹⁾		50,000	\$ 21.25	108,592	D
Common Stock	05/20/2013		F ⁽¹⁾		3,984	\$ 266.64	104,608	D
Common Stock	05/20/2013		F ⁽¹⁾		23,730	\$ 266.64	80,878	D
Common Stock	05/20/2013		M ⁽¹⁾		6,250	\$ 21.25	87,128	D
	05/20/2013		F ⁽¹⁾		498		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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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 (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

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

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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