

REGENERON PHARMACEUTICALS INC

Form 4

May 26, 2015

**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 \*  
Van Plew Daniel P

(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)  
05/22/2015

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify below)  
SVP & General Mgr Industrial O

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                   |                                                                                |
| Common<br>Stock                       | 05/22/2015                              |                                                             | M                                    |                                                                         | 26,250                                                                                                             | A \$ 30.63                                                              | 26,250 D                                                                       |
| Common<br>Stock                       | 05/22/2015                              |                                                             | F                                    |                                                                         | 1,556                                                                                                              | D \$ 516.48                                                             | 24,694 D                                                                       |
| Common<br>Stock                       | 05/22/2015                              |                                                             | F                                    |                                                                         | 12,734                                                                                                             | D \$ 516.48                                                             | 11,960 D                                                                       |
| Common<br>Stock                       | 05/22/2015                              |                                                             | M                                    |                                                                         | 13,800                                                                                                             | A \$ 21.25                                                              | 25,760 D                                                                       |
|                                       | 05/22/2015                              |                                                             | F                                    |                                                                         | 567                                                                                                                | D                                                                       | 25,193 D                                                                       |

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|              |            |   |       |   |                  |        |   |                |
|--------------|------------|---|-------|---|------------------|--------|---|----------------|
| Common Stock |            |   |       |   | \$ 516.48        |        |   |                |
| Common Stock | 05/22/2015 | F | 6,823 | D | \$ 516.48        | 18,370 | D |                |
| Common Stock | 05/26/2015 | S | 6,879 | D | \$ 507.34<br>(1) | 11,491 | D |                |
| Common Stock | 05/26/2015 | S | 3,886 | D | \$ 508.53<br>(2) | 7,605  | D |                |
| Common Stock | 05/26/2015 | S | 7,506 | D | \$ 509.34<br>(3) | 99     | D |                |
| Common Stock | 05/26/2015 | S | 99    | D | \$ 510.02        | 0      | D |                |
| Common Stock |            |   |       |   |                  | 18,705 | I | by GRAT        |
| Common Stock |            |   |       |   |                  | 1,426  | I | By 401(k) Plan |

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

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SEC 1474  
(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 Security (Instr. 3 and 4) |                 |              |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----|-------------------------------------------------------------|-----------------|--------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A)                                                      | (D) | Date Exercisable                                            | Expiration Date | Title        | Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy)  | \$ 21.25                                               | 05/22/2015                           |                                                    | M                              |                                                                                         | 13,800                                                   |     | <u>(4)</u>                                                  | 12/18/2019      | Common Stock | 13,800                     |
| Non-Qualified Stock Option (right to buy)  | \$ 30.63                                               | 05/22/2015                           |                                                    | M                              |                                                                                         | 26,250                                                   |     | <u>(5)</u>                                                  | 12/14/2020      | Common Stock | 26,250                     |

## Reporting Owners

| Reporting Owner Name / Address                                          | Relationships |           |                                |       |
|-------------------------------------------------------------------------|---------------|-----------|--------------------------------|-------|
|                                                                         | Director      | 10% Owner | Officer                        | Other |
| Van Plew Daniel P<br>777 OLD SAW MILL RIVER ROAD<br>TARRYTOWN, NY 10591 |               |           | SVP & General Mgr Industrial O |       |

## Signatures

/s/\*\*Daniel P.  
Van Plew

05/26/2015

\_\_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).
  - Represents volume-weighted average price of sales of 6,879 shares of Company stock on May 26, 2015 at prices ranging from \$507.00 to \$507.95. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the reporting person on May 26, 2015 at each separate price.
  - Represents volume-weighted average price of sales of 3,886 shares of Company stock on May 26, 2015 at prices ranging from \$508.02 to \$509.01. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the reporting person on May 26, 2015 at each separate price.
  - Represents volume-weighted average price of sales of 7,506 shares of Company stock on May 26, 2015 at prices ranging from \$509.02 to \$510.01. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the reporting person on May 26, 2015 at each separate price.
  - (4) The option became exercisable with respect to all shares underlying the option on December 31, 2012, based upon the satisfaction by the company of certain performance criteria during the period ended December 31, 2012.
  - (5) The stock option award (combined incentive stock option and non-qualified stock option) vests in four equal annual installments, commencing one year after the date of grant.

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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