

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | |
|--|-----------|
| OMB Number: | 3235-0287 |
| Estimated average burden hours per response: | 0.5 |

| | | |
|---|---|---|
| 1. Name and Address of Reporting Person* <u>BROWN MICHAEL S</u> (Last) (First) (Middle) <u>777 OLD SAW MILL RIVER ROAD</u> (Street) <u>TARRYTOWN NY 10591</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>REGENERON PHARMACEUTICALS INC [REGN]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/12/2017</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 | 06/12/2017 | | M ⁽¹⁾ | | 2,000 | A | \$177.82 | 2,000 | D | |
| Common Stock | 06/12/2017 | | S ⁽¹⁾ | | 100 | D | \$472.04 | 1,900 | D | |
| Common Stock | 06/12/2017 | | S ⁽¹⁾ | | 100 | D | \$477.05 | 1,800 | D | |
| Common Stock | 06/12/2017 | | S ⁽¹⁾ | | 94 | D | \$469.02 ⁽²⁾ | 1,706 | D | |
| Common Stock | 06/12/2017 | | S ⁽¹⁾ | | 200 | D | \$473.37 ⁽³⁾ | 1,506 | D | |
| Common Stock | 06/12/2017 | | S ⁽¹⁾ | | 900 | D | \$474.37 ⁽⁴⁾ | 606 | D | |
| Common Stock | 06/12/2017 | | S ⁽¹⁾ | | 606 | D | \$475.72 ⁽⁵⁾ | 0 | D | |
| Common Stock | | | | | | | | 17,349 | I | by Trust |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-------|--|-----------------|---|--|--|---|--|-------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title | Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy) | \$177.82 | 06/12/2017 | | M ⁽¹⁾ | | | 2,000 | | ⁽⁶⁾ | 01/02/2023 | Common Stock | 2,000 | \$0.0 | 6,000 | D | |

Explanation of Responses:

- Disposition/acquisition made pursuant to a plan intended to comply with Rule 10b5-1(c).
- Represents volume-weighted average price of sales of 94 shares of Company stock on June 12, 2017 at prices ranging from \$469.02 to \$469.05. 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 June 12, 2017 at each separate price.
- Represents volume-weighted average price of sales of 200 shares of Company stock on June 12, 2017 at prices ranging from \$473.36 to \$473.38. 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 June 12, 2017 at each separate price.
- Represents volume-weighted average price of sales of 900 shares of Company stock on June 12, 2017 at prices ranging from \$474.01 to \$474.97. 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 June 12, 2017 at each separate price.
- Represents volume-weighted average price of sales of 606 shares of Company stock on June 12, 2017 at prices ranging from \$475.65 to \$475.99. 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 June 12, 2017 at each separate price.
- The stock option becomes exercisable in three equal annual installments, commencing one year after the date of grant.

/s/**Michael S. Brown 06/12/2017
 ** Signature of Reporting Person Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.