## SEC Form 4

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# 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

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 <sup>*</sup> <u>Terifay Robert J</u>			2. Issuer Name and Ticker or Trading Symbol <u>REGENERON PHARMACEUTICALS</u> <u>INC</u> [ REGN ]		tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner Officer (give title Other (specif below) below)		
		( )	3. Date of Earliest Transaction (Month/Day/Year) 02/14/2014		SVP Comme	,	
(Street) TARRYTOWN (City)	NY (State)	10591 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Repo Form filed by More than Person	orting 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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/14/2014		М		27,795	A	\$21.25	47,824	D	
Common Stock	02/14/2014		F		1,826	D	\$323.3	45,998	D	
Common Stock	02/14/2014		F		13,104	D	\$323.3	32,894	D	
Common Stock	02/18/2014		S		3,497	D	\$331.66 <sup>(1)</sup>	29,397	D	
Common Stock	02/18/2014		S		6,603	D	\$332.75(2)	22,794	D	
Common Stock	02/18/2014		S		2,765	D	\$333.79 <sup>(3)</sup>	20,029	D	
Common Stock								1,620	Ι	By 401(k) Plan

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. Transa Code ( 8)		of Deri Sec Acq (A) ( Disp of (I	umber vative urities uired or oosed o) (Instr. 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)	\$21.25	02/14/2014		М			27,795	(4)	12/18/2019	Common Stock	27,795	\$0.0	48,750	D	

#### Explanation of Responses:

1. Represents volume-weighted average price of sales of 3,497 shares of Company stock on February 18, 2014 at prices ranging from \$331.33 to \$332.33. 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 February 18, 2014 at each separate price.

2. Represents volume-weighted average price of sales of 6,603 shares of Company stock on February 18, 2014 at prices ranging from \$332.34 to \$333.29. 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 February 18, 2014 at each separate price.

3. Represents volume-weighted average price of sales of 2,765 shares of Company stock on February 18, 2014 at prices ranging from \$333.45 to \$334.34. 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 February 18, 2014 at each separate price.

4. 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.

#### <u>/s/\*\*Robert J. Terifay</u> 02/19/2014

Date

\*\* Signature of Reporting Person

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.