SEC Form 4 FOR	M 4	UNI		٢E	S SECURIT	IES /	ANE) EXCH	ANGE		SION				
	••••			OMB APPROVAL											
Section 16. Form 4 or Form 5 obligations may continue. See					IT OF CHANGES IN BENEFICIAL OWNERSHIP pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940										
1. Name and Addres <u>MURPHY A</u>	<u>R</u>	Issuer Name and EGENERON			ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner										
(1 1)	F	Date of Earliest Tra	ancactio	n (Ma	v	Officer (give title Other (specify below) below)									
(Last) 777 OLD SAW I		8/13/2024	ansactio			EVP Research									
(Street) TARRYTOWN NY 10591					If Amendment, Dat	te of Ori	ginal I	dual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(State)	(Zip)		R	Rule 10b5-1(c) Transaction Indication										
					Check this box to i satisfy the affirmat	ndicate t ive defer	hat a t ise cor	ransaction was nditions of Rule	made pu 10b5-1(c	rsuant to a contract,). See Instruction 10	instruction or written).	n plan that is intend	ed to		
	Ta	able I -	Non-Deriva	ativ	ve Securities A	Acquir	red, I	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 Of (D) (Instr.		d (A) or Disposed 5)	5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)		
Common Stock			08/13/202	4		M ⁽¹⁾		20,000	A	\$399.66	68,306	D			
Common Stock			08/13/202	4		F ⁽¹⁾		13,637	D	\$1,141.49	54,669	D			
Common Stock			08/14/202	4		S ⁽¹⁾		55	D	\$1,140.31	54,614	D			
Common Stock			08/14/202	4		S ⁽¹⁾		48	D	\$1,142.94	54,566	D			
Common Stock			08/14/202	4		S ⁽¹⁾		79	D	\$1,143.28	54,487	D			
Common Stock			08/14/202	4		S ⁽¹⁾		45	D	\$1,144.89	54,442	D			
Common Stock			08/14/202	4		S ⁽¹⁾		148	D	\$1,145.58 ⁽²⁾	54,294	D			
Common Stock			08/14/202	4		S ⁽¹⁾		51	D	\$1,146.6	54,243	D			
Common Stock			08/14/202	4		S ⁽¹⁾		537	D	\$1,148.52 ⁽³⁾	53,706	D			
Common Stock			08/14/202	4		S ⁽¹⁾		294	D	\$1,149.6 ⁽⁴⁾	53,412	D			
Common Stock			08/14/202	4		S ⁽¹⁾		844	D	\$1,150.41 ⁽⁵⁾	52,568	D			
Common Stock			08/14/202	4		S ⁽¹⁾		185	D	\$1,151.46 ⁽⁶⁾	52,383	D			
Common Stock			08/14/202	4		S ⁽¹⁾		197	D	\$1,152.36 ⁽⁷⁾	52,186	D			
Common Stock			08/14/202	4		S ⁽¹⁾		987	D	\$1,153.74 ⁽⁸⁾	51,199	D			
Common Stock			08/14/202	4		S ⁽¹⁾		777	D	\$1,154.66 ⁽⁹⁾	50,422	D			
Common Stock			08/14/202	4		S ⁽¹⁾		402	D	\$1,155.76 ⁽¹⁰⁾	50,020	D			
Common Stock			08/14/202	4		S ⁽¹⁾		1,016	D	\$1,156.43(11)	49,004	D			
Common Stock			08/14/202	4		S ⁽¹⁾		178	D	\$1,157.41 ⁽¹²⁾	48,826	D			
Common Stock			08/14/202	4		S ⁽¹⁾		189	D	\$1,158.78 ⁽¹³⁾	48,637	D			

Common Stock

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) ction A Deemed 4 5 Number 5 Number

S⁽¹⁾

331

D

\$1,159.69(14)

48,306

4,326

D

Ι

By 401(k)

Plan

08/14/2024

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				

	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)	\$399.66	08/13/2024		M ⁽¹⁾			20,000	(15)	12/16/2024	Common Stock	20,000	\$0.0	0	D	

Explanation of Responses:

1. Disposition/acquisition made pursuant to a plan intended to comply with Rule 10b5-1(c) adopted on May 9, 2023.

2. Represents volume-weighted average price of sales of 148 shares of Company stock on August 14, 2024 at prices ranging from \$1,145.33 to \$1,145.98. 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 August 14, 2024 at each separate price.

3. Represents volume-weighted average price of sales of 537 shares of Company stock on August 14, 2024 at prices ranging from \$1,148.06 to \$1,148.98. 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 August 14, 2024 at each separate price.

4. Represents volume-weighted average price of sales of 294 shares of Company stock on August 14, 2024 at prices ranging from \$1,149.13 to \$1,149.93. 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 August 14, 2024 at each separate price.

Represents volume-weighted average price of sales of 844 shares of Company stock on August 14, 2024 at prices ranging from \$1,150.10 to \$1,150.92. 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 August 14, 2024 at each separate price.
 Represents volume-weighted average price of sales of 185 shares of Company stock on August 14, 2024 at prices ranging from \$1,151.09 to \$1,151.49. Upon request by the Commission staff, the Company, or

Represents volume-weighted average price of sales of 109 shares of Company stock on August 14, 2024 at prices ranging from \$1,151.07, 00 ar (2024 at each separate price.)
 Represents volume-weighted average price of sales of 197 shares of Company stock on August 14, 2024 at prices ranging from \$1,152.27 to \$1,152.60. 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 values of the Company, or a security holder of the Company and the company an

a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the reporting person on August 14, 2024 at each separate price. 9. Represents volume-weighted average price of sales of 777 shares of Company stock on August 14, 2024 at prices ranging from \$1,154.05 to \$1,154.99. 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 August 14, 2024 at each separate price. 10. Represents volume-weighted average price of sales of 402 shares of Company stock on August 14, 2024 at prices ranging from \$1,155.04 to \$1,155.98. 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 August 14, 2024 at each separate price. 11. Represents volume-weighted average price of sales of 1,016 shares of Company stock on August 14, 2024 at prices ranging from \$1,156.06 to \$1,156.93. 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 August 14, 2024 at each separate price.

12. Represents volume-weighted average price of sales of 178 shares of Company stock on August 14, 2024 at prices ranging from \$1,157.13 to \$1,157.87. 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 August 14, 2024 at each separate price.

13. Represents volume-weighted average price of sales of 189 shares of Company stock on August 14, 2024 at prices ranging from \$1,158.53 to \$1,158.87. 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 August 14, 2024 at each separate price.

14. Represents volume-weighted average price of sales of 331 shares of Company stock on August 14, 2024 at prices ranging from \$1,159.21 to \$1,159.97. 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 August 14, 2024 at each separate price.

15. The stock option award vests in four equal annual installments, commencing one year after the date of grant.

/s/**Andrew Murphy

** Signature of Reporting Person

08/15/2024

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.