

REGENERON PHARMACEUTICALS INC  
 Form 4  
 February 19, 2014

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Aberman Michael S

(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)  
 02/14/2014

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)  
 VP Strategy and Investor Relat

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 or Disposed of (A) or (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                    | 02/14/2014                           |  | M <sup>(1)</sup>               | 7,500 A \$ 30.63   | 23,100  | D  |   |
| Common Stock                    | 02/14/2014                           |  | F <sup>(1)</sup>               | 710 D \$ 323.3   | 22,390  | D  |   |
| Common Stock                    | 02/14/2014                           |  | F <sup>(1)</sup>               | 3,142 D \$ 323.3   | 19,248  | D  |   |
| Common Stock                    | 02/18/2014                           |  | S <sup>(1)</sup>               | 100 D \$ 324.81  | 19,148  | D  |   |
|                                 | 02/18/2014                           |  | S <sup>(1)</sup>               | 200 D  | 18,948  | D  |   |

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|              |            |  |                  |       |            |            |        |        |   |                |
|--------------|------------|--|------------------|-------|------------|------------|--------|--------|---|----------------|
| Common Stock |            |  |                  |       | \$         |            |        |        |   |                |
|              |            |  |                  |       | 325.36     |            |        |        |   |                |
|              |            |  |                  |       | <u>(2)</u> |            |        |        |   |                |
| Common Stock | 02/18/2014 |  | S <sup>(1)</sup> | 300   | D          | \$         | 327.56 | 18,648 | D |                |
|              |            |  |                  |       |            | <u>(3)</u> |        |        |   |                |
| Common Stock | 02/18/2014 |  | S <sup>(1)</sup> | 100   | D          | \$         | 328.6  | 18,548 | D |                |
| Common Stock | 02/18/2014 |  | S <sup>(1)</sup> | 200   | D          | \$         | 329.34 | 18,348 | D |                |
|              |            |  |                  |       |            | <u>(4)</u> |        |        |   |                |
| Common Stock | 02/18/2014 |  | S <sup>(1)</sup> | 200   | D          | \$         | 330.87 | 18,148 | D |                |
|              |            |  |                  |       |            | <u>(5)</u> |        |        |   |                |
| Common Stock | 02/18/2014 |  | S <sup>(1)</sup> | 200   | D          | \$         | 331.16 | 17,948 | D |                |
|              |            |  |                  |       |            | <u>(6)</u> |        |        |   |                |
| Common Stock | 02/18/2014 |  | S <sup>(1)</sup> | 1,100 | D          | \$         | 332.41 | 16,848 | D |                |
|              |            |  |                  |       |            | <u>(7)</u> |        |        |   |                |
| Common Stock | 02/18/2014 |  | S <sup>(1)</sup> | 948   | D          | \$         | 333.5  | 15,900 | D |                |
|              |            |  |                  |       |            | <u>(8)</u> |        |        |   |                |
| Common Stock | 02/18/2014 |  | S <sup>(1)</sup> | 300   | D          | \$         | 334.24 | 15,600 | D |                |
|              |            |  |                  |       |            | <u>(9)</u> |        |        |   |                |
| Common Stock |            |  |                  |       |            |            |        | 376    | 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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**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)   |  | Title   |

|   |          |            |  |                  | Date<br>Exercisable | Expiration<br>Date |            | Amount<br>or<br>Number<br>of<br>Shares |       |
|---|----------|------------|--|------------------|---------------------|--------------------|------------|--|-------|
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 30.63 | 02/14/2014 |  | M <sup>(1)</sup> | 7,500               | <sup>(10)</sup>    | 12/14/2020 | Common<br>Stock                        | 7,500 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                      |       |
|---|---------------|-----------|--------------------------------------|-------|
|   | Director      | 10% Owner | Officer                              | Other |
| Aberman Michael S<br>777 OLD SAW MILL RIVER ROAD<br>TARRYTOWN, NY 10591 |               |           | VP Strategy<br>and Investor<br>Relat |       |

## Signatures

/s/\*\*Michael S.  
Abergman

02/18/2014

  \*\*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).  
Represents volume-weighted average price of sales of 200 shares of Company stock on February 18, 2014 at prices ranging from
- (2) \$325.11 to \$325.61. 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.  
Represents volume-weighted average price of sales of 300 shares of Company stock on February 18, 2014 at prices ranging from
- (3) \$327.00 to \$327.85. 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.  
Represents volume-weighted average price of sales of 200 shares of Company stock on February 18, 2014 at prices ranging from
- (4) \$329.05 to \$329.63. 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.  
Represents volume-weighted average price of sales of 200 shares of Company stock on February 18, 2014 at prices ranging from
- (5) \$330.82 to \$330.91. 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.  
Represents volume-weighted average price of sales of 200 shares of Company stock on February 18, 2014 at prices ranging from
- (6) \$331.01 to \$331.31. 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.  
Represents volume-weighted average price of sales of 1,100 shares of Company stock on February 18, 2014 at prices ranging from
- (7) \$332.00 to \$332.85. 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.  
Represents volume-weighted average price of sales of 948 shares of Company stock on February 18, 2014 at prices ranging from
- (8) \$333.06 to \$333.92. 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 February 18, 2014 at each separate price.
- (9)

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Represents volume-weighted average price of sales of 300 shares of Company stock on February 18, 2014 at prices ranging from \$334.00 to \$334.41. 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.

**(10)** The stock option award 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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