

YANCOPOULOS GEORGE

Form 4

January 07, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
YANCOPOULOS GEORGE

(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)
01/05/20054. 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)
EVP, CSO, & Pres Regn Res Labs6. 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 (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 | (D) | Price |

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

**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 control
number.**SEC 1474
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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| 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 a Underly (Instr. 3) |
|---|---|---|---|---|---|--|-------------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable Expiration Date | Title |
| Incentive Stock Option (right to buy) | \$ 19.43 | 01/05/2005 | | D | 5,146 | <u>(1)</u> 12/20/2012 | Comm Stoc |
| Non-Qualified Stock Option (right to buy) | \$ 8.5 | 01/05/2005 | | A V | 87,666 | <u>(2)</u> 01/05/2011 | Comm Stoc |
| Non-Qualified Stock Option (right to buy) | \$ 8.5 | 01/05/2005 | | A V | 46,666 | <u>(2)</u> 01/05/2011 | Comm Stoc |
| Non-Qualified Stock Option (right to buy) | \$ 8.5 | 01/05/2005 | | A V | 222,000 | <u>(2)</u> 01/05/2011 | Comm Stoc |
| Non-Qualified Stock Option (right to buy) | \$ 8.5 | 01/05/2005 | | A V | 129,902 | <u>(2)</u> 12/20/2012 | Comm Stoc |
| Non-Qualified Stock Option (right to buy) | \$ 8.5 | 01/05/2005 | | A V | 3,430 | <u>(2)</u> 12/20/2012 | Comm Stoc |
| Non-Qualified Stock Option (right to buy) | \$ 19.43 | 01/05/2005 | | D | 194,854 | <u>(1)</u> 12/20/2012 | Comm Stoc |
| Non-Qualified Stock Option (right to buy) | \$ 25.43 | 01/05/2005 | | D | 333,000 | 03/06/2005 06/09/2010 | Comm Stoc |
| Non-Qualified Stock Option (right to buy) | \$ 25.43 | 01/05/2005 | | D | 70,000 | 06/09/2004 06/09/2010 | Comm Stoc |
| Non-Qualified Stock Option (right to buy) | \$ 50.38 | 01/05/2005 | | D | 263,000 | 03/06/2004 03/06/2010 | Comm Stoc |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| YANCOPOULOS GEORGE | X | | EVP, CSO, & Pres Regn Res Labs | |

777 OLD SAW MILL RIVER ROAD
TARRYTOWN, NY 10591

Signatures

/s/**George D.

Yancopoulos

01/07/2005

__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) The stock option award (combined incentive stock option and non-qualified stock option) was originally granted on December 20, 2002 and vests in four equal annual installments, commencing one year after the date of grant.

The option becomes fully exercisable with respect to all shares underlying the option if the Company's products achieve aggregate, worldwide gross sales of at least US\$100 million during any consecutive twelve-month period based on sales directly by the Company and/or its licensees, affiliates, and distributors (the "Milestone Date") unless the Milestone Date occurs before the third anniversary of the grant date, in which case all of the shares underlying the option become fully vested on the third anniversary of the grant date.
- (2)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.