

REGENERON PHARMACEUTICALS INC

Form 4

December 17, 2013

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Powchik Peter

(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)
12/13/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
SVP Clinical Development & Reg

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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	(A) or (D)	Price		
Common Stock	12/16/2013		M ⁽¹⁾		8,000	A	\$ 52.03	28,742	D
Common Stock	12/16/2013		F ⁽¹⁾		1,526	D	\$ 272.73	27,216	D
Common Stock	12/16/2013		F ⁽¹⁾		3,338	D	\$ 272.73	23,878	D
Common Stock	12/16/2013		M ⁽¹⁾		14,625	A	\$ 179.13	38,503	D
	12/16/2013		F ⁽¹⁾		9,605	D		28,898	D

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Common Stock					\$ 272.73		
Common Stock	12/16/2013	F ⁽¹⁾	2,588	D	\$ 272.73	26,310	D
Common Stock	12/16/2013	M ⁽¹⁾	8,000	A	\$ 30.63	34,310	D
Common Stock	12/16/2013	F ⁽¹⁾	898	D	\$ 272.73	33,412	D
Common Stock	12/16/2013	F ⁽¹⁾	3,662	D	\$ 272.73	29,750	D
Common Stock	12/17/2013	S ⁽¹⁾	8	D	\$ 270	29,742	D
Common Stock						1,589	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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(9-02)

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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 30.63	12/13/2013		A	48,000	⁽²⁾ 12/14/2020	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 30.63	12/16/2013		M ⁽¹⁾	8,000	⁽³⁾ 12/14/2020	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 52.03	12/16/2013		M ⁽¹⁾	8,000	⁽³⁾ 12/16/2021	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 179.13	12/16/2013		M ⁽¹⁾	14,625	⁽⁴⁾ 12/14/2022	Common Stock

Non-Qualified Stock Option (right to buy)	\$ 270.43	12/13/2013	A	40,000	<u>(4)</u>	12/13/2023	Common Stock
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Powchik Peter 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591			SVP Clinical Development & Reg	

Signatures

/s/**Peter
Powchik

12/17/2013

__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).
On December 14, 2010, the reporting person was granted an option to purchase 48,000 shares of Common Stock. The option vests, partially or in full, on December 31, 2013, based on the extent to which the company satisfies certain performance criteria during the period ending December 31, 2013. The performance criteria have been met and the option will vest as to all 48,000 shares on December 31, 2013.
- (2)
- (3) 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.
- (4) 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. 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.