

REGENERON PHARMACEUTICALS INC
 Form 4
 January 03, 2014

FORM 4

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

OMB APPROVAL

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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 *
 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)
 12/31/2013

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)
 SVP Clinical Development & Reg

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 (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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 12/31/2013 | | M ⁽¹⁾ | 48,000 A | \$ 30.63 | 73,447 | D |
| Common Stock | 12/31/2013 | | F ⁽¹⁾ | 5,325 D | \$ 276.09 | 68,122 | D |
| Common Stock | 12/31/2013 | | F ⁽¹⁾ | 22,007 D | \$ 276.09 | 46,115 | D |
| Common Stock | 01/02/2014 | | S ⁽¹⁾ | 3,000 D | \$ 272.88 | 43,115 | D |

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| | | | | | | | | |
|--------------|------------|------------------|-------|---|---------------------|--------|---|----------------|
| Common Stock | 01/02/2014 | S ⁽¹⁾ | 5,602 | D | \$ 273.77 (3) | 37,513 | D | |
| Common Stock | 01/02/2014 | S ⁽¹⁾ | 3,777 | D | \$ 274.69 (4) | 33,736 | D | |
| Common Stock | 01/02/2014 | S ⁽¹⁾ | 6,893 | D | \$ 276.04 (5) | 26,843 | D | |
| Common Stock | 01/02/2014 | S ⁽¹⁾ | 1,296 | D | \$ 276.75 (6) | 25,547 | D | |
| Common Stock | 01/02/2014 | S ⁽¹⁾ | 100 | D | \$ 277.5 | 25,447 | 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 Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Non-Qualified Stock Option (right to buy) | \$ 30.63 | 12/31/2013 | | M ⁽¹⁾ | 48,000 | <u>(7)</u> 12/14/2020 | Common Stock 48,000 |

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

01/03/2014

**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 3,000 shares of Company stock on January 2, 2014 at prices ranging from \$272.20 to \$273.11. 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 January 2, 2014 at each separate price.

(3) Represents volume-weighted average price of sales of 5,602 shares of Company stock on January 2, 2014 at prices ranging from \$273.33 to \$274.33. 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 January 2, 2014 at each separate price.

(4) Represents volume-weighted average price of sales of 3,777 shares of Company stock on January 2, 2014 at prices ranging from \$274.35 to \$275.24. 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 January 2, 2014 at each separate price.

(5) Represents volume-weighted average price of sales of 6,893 shares of Company stock on January 2, 2014 at prices ranging from \$275.46 to \$276.44. 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 January 2, 2014 at each separate price.

(6) Represents volume-weighted average price of sales of 1,296 shares of Company stock on January 2, 2014 at prices ranging from \$276.48 to \$277.46. 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 January 2, 2014 at each separate price.

(7) The option became exercisable with respect to all shares underlying the option on December 31, 2013, based upon the satisfaction by the company of certain performance criteria during the period ended December 31, 2013.

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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