

REGENERON PHARMACEUTICALS INC
 Form 4
 September 07, 2011

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

2. Issuer Name and Ticker or Trading Symbol
 REGENERON
 PHARMACEUTICALS INC
 [REGN]

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

(Last) (First) (Middle)
 777 OLD SAW MILL RIVER
 ROAD
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 09/02/2011

TARRYTOWN, NY 10591
 (City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	09/02/2011		M ⁽¹⁾	4,166 A	\$ 24 14,166	D	
Common Stock	09/02/2011		S ⁽¹⁾	4,166 D	\$ 64 10,000	D	
Common Stock	09/06/2011		M ⁽¹⁾	8,334 A	\$ 24 18,334	D	
Common Stock	09/06/2011		F ⁽¹⁾	3,041 D	\$ 65.76 15,293	D	
	09/06/2011		F ⁽¹⁾	1,916 D	13,377	D	

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Common Stock					\$ 65.76				
Common Stock	09/07/2011		S ⁽¹⁾	200	D	\$ 67.39 (2)	13,177	D	
Common Stock	09/07/2011		S ⁽¹⁾	700	D	\$ 68.8 (3)	12,477	D	
Common Stock	09/07/2011		S ⁽¹⁾	900	D	\$ 69.57 (4)	11,577	D	
Common Stock	09/07/2011		S ⁽¹⁾	1,577	D	\$ 70.39 (5)	10,000	D	
Common Stock							143	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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 24	09/02/2011		M ⁽¹⁾	4,166	(6)	03/22/2020	Common Stock	4,166
Non-Qualified Stock Option (right to buy)	\$ 24	09/06/2011		M ⁽¹⁾	8,334	(6)	03/22/2020	Common Stock	8,334

Reporting Owners

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

Signatures

/s/**Michael

Aberman

09/07/2011

__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 September 7, 2011 at prices ranging from \$67.06 to \$67.71. 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 trust on September 7, 2011 at each separate price.

(3) Represents volume-weighted average price of sales of 700 shares of Company stock on September 7, 2011 at prices ranging from \$68.59 to \$68.96. 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 trust on September 7, 2011 at each separate price.

(4) Represents volume-weighted average price of sales of 900 shares of Company stock on September 7, 2011 at prices ranging from \$69.03 to \$69.97. 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 trust on September 7, 2011 at each separate price.

(5) Represents volume-weighted average price of sales of 1,577 shares of Company stock on September 7, 2011 at prices ranging from \$70.06 to \$70.72. 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 trust on September 7, 2011 at each separate price.

(6) The stock option award (combined incentive stock option and non-qualified stock option) vests over five years, commencing one year after the date of grant. 12,500 options vest on the first anniversary, 25,000 options vest on the second anniversary, 25,000 options vest on the third anniversary, 25,000 options vest on the fourth anniversary, and 12,500 options vest on the fifth anniversary of the date of grant.

(7) Exercisable date, exercise date, exercise price, purchase price, sales price, and/or expiration date is/are not applicable in this case.

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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