

REGENERON PHARMACEUTICALS INC

Form 4

May 02, 2012

**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

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(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)  
04/30/2012

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)

VP Strategy and Investor Relat

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 04/30/2012                              |                                                             | M <sup>(1)</sup>                     | 12,500 A                                                                | \$ 24 22,500                                                                                                       | D                                                                       |                                                                   |
| Common<br>Stock                       | 04/30/2012                              |                                                             | F <sup>(1)</sup>                     | 2,168 D                                                                 | \$ 138.31 20,332                                                                                                   | D                                                                       |                                                                   |
| Common<br>Stock                       | 04/30/2012                              |                                                             | F <sup>(1)</sup>                     | 4,170 D                                                                 | \$ 138.31 16,162                                                                                                   | D                                                                       |                                                                   |
| Common<br>Stock                       | 05/01/2012                              |                                                             | S <sup>(1)</sup>                     | 3,862 D                                                                 | \$ 134.52 12,300                                                                                                   | D                                                                       |                                                                   |

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|                 |            |                  |       |   |                     |        |   |
|-----------------|------------|------------------|-------|---|---------------------|--------|---|
| Common<br>Stock | 05/01/2012 | S <sup>(1)</sup> | 2,300 | D | \$<br>135.29<br>(3) | 10,000 | D |
|-----------------|------------|------------------|-------|---|---------------------|--------|---|

|                 |  |  |  |  |  |     |   |                   |
|-----------------|--|--|--|--|--|-----|---|-------------------|
| Common<br>Stock |  |  |  |  |  | 287 | I | By 401(k)<br>Plan |
|-----------------|--|--|--|--|--|-----|---|-------------------|

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)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code V (A) (D)                          |                                                                                                              | Date<br>Exercisable<br>Expiration<br>Date                      | Title<br>Amount<br>or<br>Num<br>of Sh                          |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 24                                                                 | 04/30/2012                              |                                                             | M <sup>(1)</sup>                        | 12,500                                                                                                       | <sup>(4)</sup> 03/22/2020                                      | Common<br>Stock 12,                                            |

## 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.  
Aberman 05/02/2012

\_\_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).

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- (1) Disposition/acquisition made pursuant to a plan intended to comply with Rule 10b5-1(c).

Represents volume-weighted average price of sales of 3,862 shares of Company stock on May 1, 2012 at prices ranging from \$134.01 to

- (2) \$134.98. 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 May 1, 2012 at each separate price.

Represents volume-weighted average price of sales of 2,300 shares of Company stock on May 1, 2012 at prices ranging from \$135.03 to

- (3) \$135.59. 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 May 1, 2012 at each separate price.

The stock option award (combined incentive stock option and non-qualified stock option) vests over five years, commencing one year

- (4) 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.

- (5) 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.

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.