

RYAN ARTHUR F
Form 4
September 16, 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 *
RYAN ARTHUR F

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)

(Last) (First) (Middle)

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

777 OLD SAW MILL RIVER
ROAD

09/14/2011

(Street)

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

TARRYTOWN, NY 10591

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	09/14/2011		M		25,000	A	\$ 20.97
Common Stock	09/14/2011		F		8,083	D	\$ 64.85
Common Stock	09/14/2011		M		15,000	A	\$ 15.01
Common Stock	09/14/2011		F		3,471	D	\$ 64.85
	09/14/2011		M		15,000	A	\$ 9.17
							53,446

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Common Stock							
Common Stock	09/14/2011	F	2,120	D	\$ 64.85	51,326	D
Common Stock	09/14/2011	M	15,000	A	\$ 15.8	66,326	D
Common Stock	09/14/2011	F	3,654	D	\$ 64.85	62,672	D
Common Stock	09/14/2011	M	15,000	A	\$ 19.69	77,672	D
Common Stock	09/14/2011	F	4,554	D	\$ 64.85	73,118	D
Common Stock	09/14/2011	M	15,000	A	\$ 23.84	88,118	D
Common Stock	09/14/2011	F	5,513	D	\$ 64.85	82,605	D
Common Stock	09/14/2011	M	10,000	A	\$ 18.61	92,605	D
Common Stock	09/14/2011	F	2,869	D	\$ 64.85	89,736	D
Common Stock	09/14/2011	M	5,000	A	\$ 24.41	94,736	D
Common Stock	09/14/2011	F	1,881	D	\$ 64.85	92,855	D

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)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				

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Non-Qualified Stock Option (right to buy)	\$ 9.17	09/14/2011	M	15,000	<u>(1)</u>	01/03/2015	Common Stock	15,000
Non-Qualified Stock Option (right to buy)	\$ 15.01	09/14/2011	M	15,000	<u>(1)</u>	01/02/2014	Common Stock	15,000
Non-Qualified Stock Option (right to buy)	\$ 15.8	09/14/2011	M	15,000	<u>(1)</u>	01/03/2016	Common Stock	15,000
Non-Qualified Stock Option (right to buy)	\$ 18.61	09/14/2011	M	10,000	<u>(1)</u>	01/02/2019	Common Stock	10,000
Non-Qualified Stock Option (right to buy)	\$ 19.69	09/14/2011	M	15,000	<u>(1)</u>	01/03/2017	Common Stock	15,000
Non-Qualified Stock Option (right to buy)	\$ 20.97	09/14/2011	M	25,000	<u>(1)</u>	01/17/2013	Common Stock	25,000
Non-Qualified Stock Option (right to buy)	\$ 23.84	09/14/2011	M	15,000	<u>(1)</u>	01/02/2018	Common Stock	15,000
Non-Qualified Stock Option (right to buy)	\$ 24.41	09/14/2011	M	5,000	<u>(1)</u>	01/04/2020	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RYAN ARTHUR F 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591	X			

Signatures

/s/** Arthur F.

Ryan

09/16/2011

**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) The stock option becomes exercisable in three equal annual installments, commencing one year after the date of grant

(2) 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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