

Fenimore Christopher R.
Form 4
December 14, 2018

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 *
Fenimore Christopher R.

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 Controller

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

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/12/2018

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. Code		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)	
			(Instr. 8)	(Instr. 8)	(A) or (D)	Amount				Price
Common Stock	08/30/2018		G	V	50	D	\$ 0	1,421	D	
Common Stock	12/12/2018		A ⁽¹⁾		5,000	A	\$ 0	6,421	D	
Common Stock	08/30/2018		G	V	50	A	\$ 0	4,347	I	By Trust (2)
Common Stock	10/25/2018		G	V	2,950	D	\$ 0	1,397	I	By Trust (2)
	10/25/2018		G	V	2,950	A	\$ 0	2,950	I	

Common Stock				by 2018 GRAT
Common Stock	1,349	I		By 401(k) Plan
Common Stock	1,424	I		by 2017 GRAT

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)
				Code V (A) (D)		Date Exercisable Expiration Date	Title or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 381.4	12/12/2018		A	11,400	<u>(3)</u> 12/12/2028	Common Stock 11,400

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Fenimore Christopher R.
777 OLD SAW MILL RIVER ROAD
TARRYTOWN, NY 10591

VP Controller

Signatures

/s/**Christopher R. Fenimore 12/13/2018

**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) Award of Restricted Stock under the Amended and Restated 2014 Long-Term Incentive Plan that vests in its entirety on December 12, 2023.
- (2) These shares are held in a trust for the benefit of the reporting person's spouse. The reporting person and the reporting person's spouse are trustees of the trust.
- (3) 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.

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