

YANCOPOULOS GEORGE

Form 4

December 29, 2005

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
YANCOPOULOS GEORGE

(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)
12/27/2005

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)
EVP, CSO, & Pres Regn Res Labs

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 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/27/2005		M ⁽¹⁾		299	A	\$ 12.75
Common Stock	12/27/2005		S ⁽¹⁾		299	D	\$ 14.97
Common Stock	12/27/2005		M ⁽¹⁾		800	A	\$ 12.75
Common Stock	12/27/2005		S ⁽¹⁾		800	D	\$ 14.98
	12/27/2005		M ⁽¹⁾		1,200	A	65,650

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Common Stock					\$ 12.75		
Common Stock	12/27/2005	<u>S</u> ⁽¹⁾	1,200	D	\$ 14.95	64,450	D
Common Stock	12/27/2005	<u>M</u> ⁽¹⁾	200	A	\$ 12.75	64,650	D
Common Stock	12/27/2005	<u>S</u> ⁽¹⁾	200	D	\$ 14.86	64,450	D
Common Stock	12/27/2005	<u>M</u> ⁽¹⁾	300	A	\$ 12.75	64,750	D
Common Stock	12/27/2005	<u>S</u> ⁽¹⁾	300	D	\$ 14.84	64,450	D
Common Stock	12/27/2005	<u>M</u> ⁽¹⁾	100	A	\$ 12.75	64,550	D
Common Stock	12/27/2005	<u>S</u> ⁽¹⁾	100	D	\$ 14.83	64,450	D
Common Stock	12/27/2005	<u>M</u> ⁽¹⁾	1,400	A	\$ 12.75	65,850	D
Common Stock	12/27/2005	<u>S</u> ⁽¹⁾	1,400	D	\$ 14.82	64,450	D
Common Stock	12/27/2005	<u>M</u> ⁽¹⁾	1,100	A	\$ 12.75	65,550	D
Common Stock	12/27/2005	<u>S</u> ⁽¹⁾	1,100	D	\$ 14.81	64,450	D
Common Stock	12/27/2005	<u>M</u> ⁽¹⁾	101	A	\$ 12.75	64,551	D
Common Stock	12/27/2005	<u>S</u> ⁽¹⁾	101	D	\$ 14.8	64,450	D
Common Stock	12/27/2005	<u>M</u> ⁽¹⁾	19,500	A	\$ 12.75	83,950	D
Common Stock	12/27/2005	<u>F</u> ⁽¹⁾	15,865	D	\$ 15.67	68,085	D
Common Stock	12/27/2005	<u>F</u> ⁽¹⁾	1,259	D	\$ 15.67	66,826	D

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 12.75	12/27/2005		M ⁽¹⁾		299		⁽²⁾	01/02/2006	Common Stock	299
Incentive Stock Option (right to buy)	\$ 12.75	12/27/2005		M ⁽¹⁾		800		⁽²⁾	01/02/2006	Common Stock	800
Incentive Stock Option (right to buy)	\$ 12.75	12/27/2005		M ⁽¹⁾		1,200		⁽²⁾	01/02/2006	Common Stock	1,200
Incentive Stock Option (right to buy)	\$ 12.75	12/27/2005		M ⁽¹⁾		200		⁽²⁾	01/02/2006	Common Stock	200
Incentive Stock Option (right to buy)	\$ 12.75	12/27/2005		M ⁽¹⁾		300		⁽²⁾	01/02/2006	Common Stock	300
Incentive Stock Option (right to buy)	\$ 12.75	12/27/2005		M ⁽¹⁾		100		⁽²⁾	01/02/2006	Common Stock	100
Incentive Stock Option (right to buy)	\$ 12.75	12/27/2005		M ⁽¹⁾		1,400		⁽²⁾	01/02/2006	Common Stock	1,400
Incentive Stock Option (right to buy)	\$ 12.75	12/27/2005		M ⁽¹⁾		1,100		⁽²⁾	01/02/2006	Common Stock	1,100
Incentive Stock Option (right to buy)	\$ 12.75	12/27/2005		M ⁽¹⁾		101		⁽²⁾	01/02/2006	Common Stock	101
Non-Qualified Stock Option (right to buy)	\$ 12.75	12/27/2005		M ⁽¹⁾		19,500		⁽²⁾	01/02/2006	Common Stock	19,500

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer

Other

YANCOPOULOS GEORGE

777 OLD SAW MILL RIVER ROAD

X

EVP, CSO, & Pres Regn Res Labs

TARRYTOWN, NY 10591

Signatures

/s/**George D.

12/28/2005

Yancopoulos

__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).

(2) Exercisable date, exercise date, exercise price, purchase price, sales price, and/or expiration date is 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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