

REGENERON PHARMACEUTICALS INC

Form 4

December 17, 2014

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 *
McCorkle Douglas 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)
12/15/2014

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 ____ Other (specify
below) below)

VP Controller and Asst Treasur

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 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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	12/15/2014		M ⁽¹⁾		100	A \$ 30.63	4,781 D
Common Stock	12/15/2014		S ⁽¹⁾		100	D \$ 417.34	4,681 D
Common Stock	12/15/2014		M ⁽¹⁾		100	A \$ 30.63	4,781 D
Common Stock	12/15/2014		S ⁽¹⁾		100	D \$ 412.05	4,681 D
	12/15/2014		M ⁽¹⁾		100	A \$ 30.63	4,781 D

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Common Stock								
Common Stock	12/15/2014	S ⁽¹⁾	100	D	\$ 411.06	4,681	D	
Common Stock	12/15/2014	M ⁽¹⁾	1,368	A	\$ 30.63	6,049	D	
Common Stock	12/15/2014	S ⁽¹⁾	1,368	D	\$ 410.16 ⁽²⁾	4,681	D	
Common Stock	12/16/2014	M ⁽¹⁾	943	A	\$ 30.63	5,624	D	
Common Stock	12/16/2014	S	943	D	\$ 410	4,681	D	
Common Stock	12/16/2014	M ⁽¹⁾	5,875	A	\$ 52.03	10,556	D	
Common Stock	12/16/2014	S ⁽¹⁾	5,875	D	\$ 410	4,681	D	
Common Stock						4,098	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 Underlying Security (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 30.63	12/15/2014		M ⁽¹⁾			100	⁽³⁾	12/14/2020	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 30.63	12/15/2014		M ⁽¹⁾			100	⁽³⁾	12/14/2020	Common Stock
	\$ 30.63	12/15/2014		M ⁽¹⁾			100	⁽³⁾	12/14/2020	

Non-Qualified Stock Option (right to buy)							Common Stock
Non-Qualified Stock Option (right to buy)	\$ 30.63	12/15/2014	M ⁽¹⁾	1,368	⁽³⁾	12/14/2020	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 30.63	12/16/2014	M ⁽¹⁾	943	⁽³⁾	12/14/2020	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 52.03	12/16/2014	M ⁽¹⁾	5,875	⁽³⁾	12/16/2021	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 399.66	12/16/2014	A	17,000	⁽⁴⁾	12/16/2024	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McCorkle Douglas S 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591			VP Controller and Asst Treasur	

Signatures

/s/**Douglas S.
McCorkle

12/17/2014

__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 1,368 shares of Company stock on December 15, 2014 at prices ranging from

(2) \$410.00 \$410.69. 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 December 15, 2014 at each separate price.

(3) The stock option award (combined incentive stock option and non-qualified stock option) vests in four equal annual installments, commencing one year after the date of grant.

(4) 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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