

REGENERON PHARMACEUTICALS INC
 Form 4
 February 15, 2012

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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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 *
 SCHLEIFER LEONARD 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)
 02/14/2012

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)
 President & CEO

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 (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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/14/2012		M		234,616	A	\$ 13
Common Stock	02/14/2012		F		27,475	D	\$ 111.01
Common Stock	02/14/2012		F		95,429	D	\$ 111.01
Common Stock	02/14/2012		M		250,000	A	\$ 19.43
Common Stock	02/14/2012		F		43,757	D	
							390,679
							363,204
							267,775
							517,775
							474,018

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Common Stock					\$ 111.01			
Common Stock	02/14/2012	F	95,016	D	\$ 111.01	379,002	D	
Common Stock	02/14/2012	M	15,384	A	\$ 13	394,386	D	
Common Stock	02/14/2012	F	1,801	D	\$ 111.01	392,585	D	
Common Stock	02/15/2012	F	6,257	D	\$ 111.01	386,328	D	
Common Stock						84,773	I	by GRAT
Common Stock						5,416	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 (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 13	02/14/2012		M		234,616	(1) 12/15/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 13	02/14/2012		M		15,384	(1) 12/15/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 19.43	02/14/2012		M		250,000	(1) 12/20/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 111.01	02/14/2012		A		43,757	08/14/2012 12/20/2012	Common Stock
	\$ 111.01	02/14/2012		A		1,801	08/14/2012 12/15/2013	

Non-Qualified
Stock Option
(right to buy)

Commo
Stock

Non-Qualified
Stock Option
(right to buy)

\$ 111.01 02/14/2012

A 27,475

08/14/2012 12/15/2013

Commo
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHLEIFER LEONARD S 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591	X		President & CEO	

Signatures

Schleifer,
Leonard 02/15/2012

**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).
- (1) The stock option award vests in four 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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