

ROBERTS WILLIAM  
Form 4  
February 04, 2010

**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 \*  
ROBERTS WILLIAM

2. Issuer Name and Ticker or Trading Symbol  
REGENERON  
PHARMACEUTICALS INC  
[REGN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ 10% Owner  
\_\_\_\_\_ Other (specify below)  
VP Regul Devel & Med Safety

(Last) (First) (Middle)

777 OLD SAW MILL RIVER  
ROAD

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/02/2010

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 Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	02/02/2010		M <sup>(1)</sup>	5,000 A \$ 13	71,956	D	
Common Stock	02/02/2010		S <sup>(1)</sup>	5,000 D \$ 27.48	66,956	D	
Common Stock	02/02/2010		M <sup>(1)</sup>	7,000 A \$ 13	73,956	D	
Common Stock	02/02/2010		F <sup>(1)</sup>	3,350 D \$ 27.16	70,606	D	
	02/02/2010		F <sup>(1)</sup>	1,321 D	69,285	D	

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Common Stock						\$ 27.16			
Common Stock	02/03/2010		<u>M</u> (1)	1,500	A	\$ 13	70,785	D	
Common Stock	02/03/2010		<u>F</u> (1)	695	D	\$ 28.02	70,090	D	
Common Stock	02/03/2010		<u>F</u> (1)	291	D	\$ 28.02	69,799	D	
Common Stock	02/03/2010		<u>S</u> (1)	194	D	\$ 28.08	69,605	D	
Common Stock	02/03/2010		<u>S</u> (1)	2,135	D	\$ 27.66 (2)	67,470	D	
Common Stock	02/04/2010		<u>S</u> (1)	43	D	\$ 28.38	67,427	D	
Common Stock	02/04/2010		<u>S</u> (1)	471	D	\$ 27.48	66,956	D	
Common Stock							1,200	I	by trust for daught
Common Stock							3,492	I	By 401(k) Plan
Common Stock							8,106	I	by Spouse
Common Stock							1,200	I	by trust for daught

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 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)	\$ 13	02/02/2010	M <sup>(1)</sup>	5,000	<sup>(3)</sup>	12/15/2013	Common Stock	5,000	
Non-Qualified Stock Option (right to buy)	\$ 13	02/02/2010	M <sup>(1)</sup>	7,000	<sup>(3)</sup>	12/15/2013	Common Stock	7,000	
Non-Qualified Stock Option (right to buy)	\$ 13	02/03/2010	M <sup>(1)</sup>	1,500	<sup>(3)</sup>	12/15/2013	Common Stock	1,500	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROBERTS WILLIAM 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591			VP Regul Devel & Med Safety	

## Signatures

/s/\*\*William G.

Roberts

02/04/2010

\_\_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).

The reporting person sold 2,135 shares of Company stock on February 3, 2010 at prices ranging from \$27.41 to \$27.98. Upon request by (2) the Commission staff, the Company, or a security holder of the Company, we will provide full information regarding the number of shares sold by the reporting person on February 3, 2010 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) 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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