

REGENERON PHARMACEUTICALS INC  
Form 8-K  
November 15, 2010

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 15, 2010 (November 12, 2010)

REGENERON PHARMACEUTICALS, INC.  
(Exact Name of Registrant as Specified in Charter)

New York  
(State or other jurisdiction of  
Incorporation)

000-19034  
(Commission File No.)

13-3444607  
(IRS Employer Identification No.)

777 Old Saw Mill River Road, Tarrytown, New York 10591-6707  
(Address of principal executive offices, including zip code)

(914) 347-7000  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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### Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

#### (d) Election of Directors

On November 12, 2010, the Board of Directors of Regeneron Pharmaceuticals, Inc. appointed Ms. Christine A. Poon as a director of Regeneron, effective immediately. Ms. Poon will serve on the Board's Compensation Committee and Corporate Governance Committee.

Ms. Poon currently serves as dean of Ohio State University's Fisher College of Business. She was formerly Vice Chairman of the Board of Directors of Johnson & Johnson and Worldwide Chairman of the Johnson & Johnson Pharmaceuticals Group.

As a Regeneron director, Ms. Poon is entitled to receive an annual cash retainer of \$15,000, and an annual fee of \$5,000 for each Board committee on which she serves, in each case, to be prorated in 2010. In addition, as a director, she will receive a fee of \$5,000 for each regular board meeting attended in person, or, once a year, by telephone or videoconference. Upon her election, Ms. Poon received a grant of stock options to purchase 25,000 shares of Regeneron common stock, having an exercise price of \$25.45 per share, the fair market value (average of high and low prices) on the date of grant of November 12, 2010. Thereafter, pursuant to the terms of our Amended and Restated 2000 Long-Term Incentive Plan, she will receive an automatic grant of a stock option to purchase 15,000 shares of Regeneron common stock on the first business day of each year, with an exercise price equal to the fair market value of a share of Regeneron common stock on the date of grant. Both the inaugural stock options and each annual stock option grant vest in three equal installments over three years, subject to continued service on the board, and expire ten years following the date of grant.

A copy of the press release announcing Ms. Poon's appointment is filed as Exhibit 99.1 to this Current Report on Form 8-K.

### Item 9.01 Financial Statements and Exhibits.

#### (d) Exhibits

99.1 Press release dated November 15, 2010 announcing the appointment of Ms. Christine A. Poon to the Board of Directors.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 15, 2010

REGENERON PHARMACEUTICALS, INC.

By: /s/ Stuart Kolinski  
Name: Stuart Kolinski  
Title: Senior Vice President and General Counsel

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Exhibit Index

Number	Description
99.1	Press release dated November 15, 2010 announcing the appointment of Ms. Christine A. Poon to the Board of Directors.

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