VAGELOS P ROY
Form 4
August 23, 2017

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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 Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
VAGELOS P ROY

(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)
08/21/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman of the Board

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 (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	08/21/2017		S		22,118	D	$ 470.23 (1)	363,638	D	
Common Stock	08/21/2017		S		1,951	D	$ 471.09 (2)	361,687	D	
Common Stock	08/21/2017		S		200	D	$ 472.16 (3)	361,487	D	

Common Stock	08/22/2017	S	400	D	$ 470.64 (4)	361,087	D	
Common Stock	08/22/2017	S	600	D	$ 471.63 (5)	360,487	D	
Common Stock	08/22/2017	S	900	D	$ 472.67 (6)	359,587	D	
Common Stock	08/22/2017	S	200	D	$ 473.65 (7)	359,387	D	
Common Stock	08/22/2017	S	2,400	D	$ 474.64 (8)	356,987	D	
Common Stock	08/22/2017	S	5,610	D	$ 475.49 (9)	351,377	D	
Common Stock	08/22/2017	S	5,744	D	$ 476.46 (10)	345,633	D	
Common Stock	08/22/2017	S	3,473	D	$ 477.52 (11)	342,160	D	
Common Stock	08/22/2017	S	1,600	D	$ 478.51 (12)	340,560	D	
Common Stock	08/22/2017	S	600	D	$ 479.63 (13)	339,960	D	
Common Stock	08/22/2017	S	5,250	D	$ 480.62 (14)	334,710	D	
Common Stock	08/22/2017	S	4,661	D	$ 481.37 (15)	330,049	D	
Common Stock	08/22/2017	S	400	D	$ 482.72	329,649	D	
Common Stock	08/22/2017	S	106	D	$ 483	329,543	D	
Common Stock						2,300	I	By 401(k) Plan
						150,285	I	by CLAT

Common Stock			
Common Stock	83,652	I	by Spouse as Trustee
Common Stock	1,203	I	by trust for grandch (16)

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)

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)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VAGELOS P ROY 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591	X		Chairman of the Board	

Signatures

/s/**P. Roy Vagelos	08/22/2017
**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) Represents volume-weighted average price of sales of 22,118 shares of Company stock on August 21, 2017 at prices ranging from $470.00 to $470.99. 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 August 21, 2017 at each separate price.

(2) Represents volume-weighted average price of sales of 1,951 shares of Company stock on August 21, 2017 at prices ranging from $471.00 to $471.86. 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 August 21, 2017 at each separate price.

(3) Represents volume-weighted average price of sales of 200 shares of Company stock on August 21, 2017 at prices ranging from $472.08 to $472.24 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 August 21, 2017 at each separate price.

(4) Represents volume-weighted average price of sales of 400 shares of Company stock on August 22, 2017 at prices ranging from $470.50 to $470.84. 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 August 22, 2017 at each separate price.

(5) Represents volume-weighted average price of sales of 600 shares of Company stock on August 22, 2017 at prices ranging from $471.16 to $471.99. 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 August 22, 2017 at each separate price.

(6) Represents volume-weighted average price of sales of 900 shares of Company stock on August 22, 2017 at prices ranging from $472.38 to $472.97. 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 August 22, 2017 at each separate price.

(7) Represents volume-weighted average price of sales of 200 shares of Company stock on August 22, 2017 at prices ranging from $473.55 to $473.75. 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 August 22, 2017 at each separate price.

(8) Represents volume-weighted average price of sales of 2,400 shares of Company stock on August 22, 2017 at prices ranging from $474.00 to $474.91. 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 August 22, 2017 at each separate price.

(9) Represents volume-weighted average price of sales of 5,610 shares of Company stock on August 22, 2017 at prices ranging from $475.00 to $475.94. 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 August 22, 2017 at each separate price.

(10) Represents volume-weighted average price of sales of 5,744 shares of Company stock on August 22, 2017 at prices ranging from $476.01 to $476.99. 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 August 22, 2017 at each separate price.

(11) Represents volume-weighted average price of sales of 3,473 shares of Company stock on August 22, 2017 at prices ranging from $477.00 to $477.99. 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 August 22, 2017 at each separate price.

(12) Represents volume-weighted average price of sales of 1,600 shares of Company stock on August 22, 2017 at prices ranging from $478.10 to $478.93. 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 August 22, 2017 at each separate price.

(13) Represents volume-weighted average price of sales of 600 shares of Company stock on August 22, 2017 at prices ranging from $479.00 to $479.99. 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 August 22, 2017 at each separate price.

(14) Represents volume-weighted average price of sales of 5,250 shares of Company stock on August 22, 2017 at prices ranging from $480.06 to $480.97. 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 August 22, 2017 at each separate price.

(15) Represents volume-weighted average price of sales of 4,661 shares of Company stock on August 22, 2017 at prices ranging from $481.00 to $481.95. 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 August 22, 2017 at each separate price.

(16) By a trust for the benefit of certain grandchildren of the reporting person, of which the reporting person and/or the spouse of the reporting person is trustee.

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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