

STAHL NEIL
Form 4
September 08, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
STAHL NEIL

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SVP Research and Development S

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
09/06/2011

777 OLD SAW MILL RIVER ROAD

(Street)

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 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Common Stock | 09/06/2011 | | M ⁽¹⁾ | 82,818 A | \$ 11.64 | 133,168 | D |
| Common Stock | 09/06/2011 | | F ⁽¹⁾ | 14,659 D | \$ 65.76 | 118,509 | D |
| Common Stock | 09/06/2011 | | F ⁽¹⁾ | 34,399 D | \$ 65.76 | 84,110 | D |
| Common Stock | 09/07/2011 | | S ⁽¹⁾ | 1,200 D | \$ 67.47 | 82,910 | D |

Edgar Filing: STAHL NEIL - Form 4

| | | | | | | | | |
|--------------|------------|------------------|--------|---|-----------------|--------|---|----------------|
| Common Stock | 09/07/2011 | S ⁽¹⁾ | 7,373 | D | \$ 68.77 (3) | 75,537 | D | |
| Common Stock | 09/07/2011 | S ⁽¹⁾ | 8,286 | D | \$ 69.58 (4) | 67,251 | D | |
| Common Stock | 09/07/2011 | S ⁽¹⁾ | 16,901 | D | \$ 70.4 (5) | 50,350 | D | |
| Common Stock | | | | | | 5,335 | I | By 401(k) Plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Non-Qualified Stock Option (right to buy) | \$ 11.64 | 09/06/2011 | | M ⁽¹⁾ | 82,818 | ⁽⁶⁾ 12/19/2015 | Common Stock | 82,818 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| STAHL NEIL 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591 | | | SVP Research and Development | S |

Signatures

/s/**Neil Stahl 09/08/2011
 **Signature of Date
 Reporting Person

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 1,200 shares of Company stock on September 7, 2011 at prices ranging from

(2) \$67.06 to \$67.88 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 trust on September 7, 2011 at each separate price.

Represents volume-weighted average price of sales of 7,373 shares of Company stock on September 7, 2011 at prices ranging from

(3) \$68.06 to \$68.97 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 trust on September 7, 2011 at each separate price.

Represents volume-weighted average price of sales of 8,286 shares of Company stock on September 7, 2011 at prices ranging from

(4) \$69.00 to \$69.97 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 trust on September 7, 2011 at each separate price.

Represents volume-weighted average price of sales of 16,901 shares of Company stock on September 7, 2011 at prices ranging from

(5) \$70.03 to \$70.99 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 trust on September 7, 2011 at each separate price.

(6) 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.

(7) An exercise date, exercise price, purchase price, sales price and expiration date 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.