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REGENERON PHARMACEUTICALS INC

Form 4

February 15, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHLEIFER LEONARD S

2. Issuer Name and Ticker or Trading Symbol

REGENERON

PHARMACEUTICALS INC

[REGN]

(Last) (First) (Middle)

(Street)

3. Date of Earliest Transaction

(Month/Day/Year) 02/14/2012

_X__ Director 10% Owner

5. Relationship of Reporting Person(s) to

(Check all applicable)

President & CEO

X_ Officer (give title Other (specify below)

777 OLD SAW MILL RIVER ROAD

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Issuer

TARRYTOWN, NY 10591

	(City)	(State)	(Zip) Tab	le I - Non-	Derivative S	Securit	ties Acquir	ed, Disposed of,	or Beneficially	y Owned
Se	Fitle of curity (str. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securitie on Disposed (Instr. 3, 4	d of (D and 5) (A) or))	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)
	ommon ock	02/14/2012		Code V M	Amount 234,616	(D)	Price \$ 13	390,679	D	
	ommon ock	02/14/2012		F	27,475	D	\$ 111.01	363,204	D	
	ommon ock	02/14/2012		F	95,429	D	\$ 111.01	267,775	D	
	ommon ock	02/14/2012		M	250,000	A	\$ 19.43	517,775	D	
		02/14/2012		F	43,757	D		474,018	D	

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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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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. Transactio Code (Instr. 8)	() .		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title an Underlyin (Instr. 3 an
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 13	02/14/2012		M	` ,	234,616	<u>(1)</u>	12/15/2013	Commo
Non-Qualified Stock Option (right to buy)	\$ 13	02/14/2012		M		15,384	<u>(1)</u>	12/15/2013	Commo
Non-Qualified Stock Option (right to buy)	\$ 19.43	02/14/2012		M		250,000	<u>(1)</u>	12/20/2012	Commo
Non-Qualified Stock Option (right to buy)	\$ 111.01	02/14/2012		A	43,757		08/14/2012	12/20/2012	Commo
	\$ 111.01	02/14/2012		A	1,801		08/14/2012	12/15/2013	

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Non-Qualified Stock Option (right to buy)

Non-Qualified Stock Option \$ 111.01 02/14/2012 A 27,475 08/14/2012 12/15/2013 Commo Stock Option (right to buy)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

SCHLEIFER LEONARD S
777 OLD SAW MILL RIVER ROAD X President & CEO
TARRYTOWN, NY 10591

Signatures

Schleifer,
Leonard

**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. 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.

Reporting Owners 3