

ROBERTS WILLIAM
Form 4
December 04, 2012

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) _____ Other (specify below)
VP Regulat Dev & Med Safety

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/30/2012

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 (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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 11/05/2012 | | G ⁽¹⁾ | V 26,000 D \$ 0 | 16,644 | D | |
| Common Stock | 11/27/2012 | | G ⁽²⁾ | V 11,500 A \$ 0 | 11,500 | I | by CRUT |
| Common Stock | 11/30/2012 | | S | 224 D \$ 177.43 | 11,276 | I | by CRUT |
| Common Stock | 11/30/2012 | | S | 430 D \$ 178.27 | 10,846 | I | by CRUT |

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| | | | | | | | | |
|--------------|------------|------------------------|----------|---|--------------------------------|--------|---|---------------------|
| Common Stock | 11/30/2012 | S | 2,600 | D | ⁽⁴⁾ \$ 179.43 | 8,246 | I | by CRUT |
| Common Stock | 11/30/2012 | S | 5,010 | D | ⁽⁵⁾ \$ 180.67 | 3,236 | I | by CRUT |
| Common Stock | 11/30/2012 | S | 1,515 | D | ⁽⁶⁾ \$ 181.47 | 1,721 | I | by CRUT |
| Common Stock | 11/30/2012 | S | 521 | D | ⁽⁷⁾ \$ 182.44 | 1,200 | I | by CRUT |
| Common Stock | 11/30/2012 | S | 800 | D | ⁽⁸⁾ \$ 183.58 | 400 | I | by CRUT |
| Common Stock | 11/30/2012 | S | 200 | D | ⁽⁹⁾ \$ 184.29 | 200 | I | by CRUT |
| Common Stock | 11/30/2012 | S | 200 | D | ⁽¹⁰⁾ \$ 186 | 0 | I | by CRUT |
| Common Stock | 09/04/2012 | G | V 19,947 | A | \$ 0 | 19,947 | I | by Spouse |
| Common Stock | 11/05/2012 | <u>G⁽¹⁾</u> | V 26,000 | A | \$ 0 | 45,947 | I | by Spouse |
| Common Stock | 11/27/2012 | <u>G⁽²⁾</u> | V 11,500 | D | \$ 0 | 17,447 | I | by Spouse |
| Common Stock | | | | | | 17,000 | I | by GRAT |
| Common Stock | | | | | | 1,200 | I | by trust for daught |
| Common Stock | | | | | | 4,331 | I | By 401(k) Plan |
| 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)

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| 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. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

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

Signatures

/s/**William G.
Roberts 12/04/2012

__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) Gift of Common Stock by reporting person to spouse.
- (2) Transfer of Common Stock by spouse to Charitable Remainder Unitrust (CRUT).
- (3) Represents volume-weighted average price of sales of 224 shares of Company stock on November 30, 2012 at prices ranging from \$177.42 to \$177.44. 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 November 30, 2012 at each separate price.
- (4) Represents volume-weighted average price of sales of 430 shares of Company stock on November 30, 2012 at prices ranging from \$178.03 to \$178.99. 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 November 30, 2012 at each separate price.
- (5) Represents volume-weighted average price of sales of 2,600 shares of Company stock on November 30, 2012 at prices ranging from \$179.05 to \$179.97. 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 November 30, 2012 at each separate price.
- (6) Represents volume-weighted average price of sales of 5,010 shares of Company stock on November 30, 2012 at prices ranging from \$180.02 to \$180.99. 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 November 30, 2012 at each separate price.
- (7) Represents volume-weighted average price of sales of 1,515 shares of Company stock on November 30, 2012 at prices ranging from \$181.00 to \$181.90. 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 November 30, 2012 at each separate price.

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- (8) Represents volume-weighted average price of sales of 521 shares of Company stock on November 30, 2012 at prices ranging from \$182.14 to \$182.82. 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 November 30, 2012 at each separate price.
- (9) Represents volume-weighted average price of sales of 800 shares of Company stock on November 30, 2012 at prices ranging from \$183.21 to \$183.99. 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 November 30, 2012 at each separate price.
- (10) Represents volume-weighted average price of sales of 200 shares of Company stock on November 30, 2012 at prices ranging from \$184.16 to \$184.42. 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 November 30, 2012 at each separate price.

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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