

ROBERTS WILLIAM

Form 4

July 13, 2011

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ROBERTS WILLIAM

(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)
07/11/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
VP Regulatory Development and

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	07/11/2011		S ⁽¹⁾		64	D \$ 59.06 ⁽²⁾	16,083	I	by Spouse
Common Stock	07/11/2011		S ⁽¹⁾		1,388	D \$ 58.37 ⁽³⁾	14,695	I	by Spouse
Common Stock	07/11/2011		S ⁽¹⁾		2,677	D \$ 57.48 ⁽⁴⁾	12,018	I	by Spouse

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Common Stock	07/12/2011	S ⁽¹⁾	2,600	D	\$ 57.55 (5)	9,418	I	by Spouse
Common Stock	07/12/2011	S ⁽¹⁾	1,339	D	\$ 56.67 (6)	8,079	I	by Spouse
Common Stock	07/13/2011	S ⁽¹⁾	1,740	D	\$ 56.71 (7)	6,339	I	by Spouse
Common Stock	07/13/2011	S ⁽¹⁾	2,582	D	\$ 57.47 (8)	3,757	I	by Spouse
Common Stock						66,956	D	
Common Stock						1,200	I	by trust for daught
Common Stock						4,187	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.

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor 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
ROBERTS WILLIAM 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591			VP Regulatory Development and	

Signatures

/s/**William G.

Roberts

07/13/2011

__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) Disposition/acquisition made pursuant to a plan intended to comply with Rule 10b5-1(c).

Represents volume-weighted average price of sales of 64 shares of Company stock on July 11, 2011 at prices ranging from \$59.03 to

(2) \$59.17. 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 spouse of the reporting person on July 11, 2011 at each separate price.

Represents volume-weighted average price of sales of 1,388 shares of Company stock on July 11, 2011 at prices ranging from \$58.01 to

(3) \$58.81. 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 spouse of the reporting person on July 11, 2011 at each separate price.

Represents volume-weighted average price of sales of 2,677 shares of Company stock on July 11, 2011 at prices ranging from \$57.23 to

(4) \$57.98. 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 spouse of the reporting person on July 11, 2011 at each separate price.

Represents volume-weighted average price of sales of 2,600 shares of Company stock on July 12, 2011 at prices ranging from \$57.01 to

(5) \$57.96. 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 spouse of the reporting person on July 12, 2011 at each separate price.

Represents volume-weighted average price of sales of 1,339 shares of Company stock on July 12, 2011 at prices ranging from \$56.53 to

(6) \$56.97. 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 spouse of the reporting person on July 12, 2011 at each separate price.

Represents volume-weighted average price of sales of 1,740 shares of Company stock on July 13, 2011 at prices ranging from \$56.60 to

(7) \$56.99. 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 spouse of the reporting person on July 13, 2011 at each separate price.

Represents volume-weighted average price of sales of 2,582 shares of Company stock on July 13, 2011 at prices ranging from \$57.01 to

(8) \$57.93. 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 spouse of the reporting person on July 13, 2011 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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