

REGENERON PHARMACEUTICALS INC

Form 4

April 26, 2007

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
Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GOLDBERG MURRAY A

(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)
04/25/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
SVP Fin & Admin, CFO, & Treas

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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	04/25/2007		M ⁽¹⁾		16,189	A	\$ 8.77	54,967	D	
Common Stock	04/25/2007		F ⁽¹⁾		5,289	D	\$ 26.84	49,678	D	
Common Stock	04/25/2007		F ⁽¹⁾		3,683	D	\$ 26.84	45,995	D	
Common Stock	04/25/2007		M ⁽¹⁾		4,000	A	\$ 9.49	49,995	D	
	04/25/2007		F ⁽¹⁾		1,413	D		48,582	D	

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Common Stock					\$ 26.84		
Common Stock	04/25/2007	<u>F</u> (1)	873	D	\$ 26.84	47,709	D
Common Stock	04/26/2007	<u>S</u> (1)	911	D	\$ 27	46,798	D
Common Stock	04/26/2007	<u>S</u> (1)	159	D	\$ 27.01	46,639	D
Common Stock	04/26/2007	<u>S</u> (1)	2,172	D	\$ 27.03	44,467	D
Common Stock	04/26/2007	<u>S</u> (1)	600	D	\$ 27.04	43,867	D
Common Stock	04/26/2007	<u>S</u> (1)	1,589	D	\$ 27.05	42,278	D
Common Stock	04/26/2007	<u>S</u> (1)	733	D	\$ 27.07	41,545	D
Common Stock	04/26/2007	<u>S</u> (1)	267	D	\$ 27.08	41,278	D
Common Stock	04/26/2007	<u>S</u> (1)	1,000	D	\$ 27.1	40,278	D
Common Stock	04/26/2007	<u>S</u> (1)	100	D	\$ 27.15	40,178	D
Common Stock	04/26/2007	<u>S</u> (1)	200	D	\$ 27.17	39,978	D
Common Stock	04/26/2007	<u>S</u> (1)	100	D	\$ 27.22	39,878	D
Common Stock	04/26/2007	<u>S</u> (1)	700	D	\$ 27.25	39,178	D
Common Stock	04/26/2007	<u>S</u> (1)	100	D	\$ 27.26	39,078	D
Common Stock	04/26/2007	<u>S</u> (1)	24	D	\$ 27.29	39,054	D
Common Stock	04/26/2007	<u>S</u> (1)	100	D	\$ 27.3	38,954	D
Common Stock	04/26/2007	<u>S</u> (1)	76	D	\$ 27.35	38,878	D
Common Stock	04/26/2007	<u>S</u> (1)	100	D	\$ 27.39	38,778	D

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

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SEC 1474
(9-02)

required to respond unless the form displays a currently valid OMB control number.

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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 8.77	04/25/2007		M ⁽¹⁾	16,189	⁽²⁾	12/20/2009	Common Stock 16,
Non-Qualified Stock Option (right to buy)	\$ 9.49	04/25/2007		M ⁽¹⁾	4,000	⁽⁴⁾	12/15/2014	Common Stock 4,0

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GOLDBERG MURRAY A 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591	SVP Fin & Admin, CFO, & Treas

Signatures

/s/**Murray A. Goldberg 04/26/2007

__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).
- (2) The stock option becomes exercisable in five equal annual installments, commencing one year after the date of grant.
- (3) Exercisable date, exercise date, exercise price, purchase price, sales price, and/or expiration date is not applicable in this case.
- (4) 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.

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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