SEC Form 4	
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### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addres <u>LAROSA JO</u>		RE	suer Name <b>and</b> Tick GENERON P C. [ REGN ]				(Chec	ationship of Reportir ( all applicable) Director Officer (give title	10% (	ssuer Owner (specify		
(Last) 777 OLD SAW I	(First) MILL RIVER R	(Middle)		ate of Earliest Transa 08/2023	action (N	Month/	Day/Year)	X	below) below EVP General Counsel and S		v)	
(Street) TARRYTOWN	NY	4. If <i>i</i>	Amendment, Date of	f Origina	al Filec	I (Month/Day/	6. Indi Line) X					
(City)	(State)	(Zip)		Le 10b5-1(c) Check this box to indic satisfy the affirmative of Securities Acq	ate that a defense of	a trans conditio	action was mac ons of Rule 10b	de pursuar 5-1(c). Se	e Instruction	10.	n plan that is inten	ded to
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A)		(A) or	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock			12/08/2023		F		852	D	\$843.79	28,572	D	
Common Stock			12/08/2023		<b>A</b> <sup>(1)</sup>		2,133	A	\$0.0	30,705	D	
Common Stock			12/11/2023		F		669	D	\$844.09	30,036	D	
Common Stock										3,367	I	2022 GRAT
Common Stock									355	I	By 401(k) Plan	

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned 100 nuts calls warrants options convertible securities

(e.g., puts, cans, 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. Transa Code ( 8)		of		6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5) Y	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$843.79	12/08/2023		А		7,649		(2)	12/08/2033	Common Stock	7,649	\$0.0	7,649	D	

#### Explanation of Responses:

1. Award of Restricted Stock under the Second Amended and Restated 2014 Long-Term Incentive Plan that vests 50% on December 8, 2025 and 50% on December 8, 2027.

2. The stock option award vests in four equal annual installments, commencing one year after the date of grant.



12/12/2023

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.