FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| GILMAN ALFRED G REGENERON PHARMACEUTICALS (Check all applic | , |
|--|---|
| [INC [REGN] Officer | (give title Other (specify |
| (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 01/06/2006 below) | below) |
| (Street) TARRYTOWN NY 10591 Line) X Form fil | loint/Group Filing (Check Applicable led by One Reporting Person led by More than One Reporting |

| TARRYTOW | N NY | 10591 | | | | | | X | X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
|---------------------------------|---------|-------------|--|---|---|-----|------------------------------------|---------------|--|---|---|---|--|--|
| (City) | (State) | (Zip) | | | | | | | | Person | | | | |
| | | Table I - N | on-Derivative | Securities Acq | uired, | Dis | posed of, | or Ben | eficially | Owned | | | | |
| 1. Title of Security (Instr. 3) | | | 2. Transaction Date (Month/Day/Yea | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Disposed Of 5) | | | 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 Stoc | k | | 01/06/2006 | | M | | 69 | Α | \$12 | 12,044 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 69 | D | \$15.95 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | М | | 100 | A | \$12 | 12,075 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 100 | D | \$15.94 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | M | | 100 | A | \$12 | 12,075 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 100 | D | \$15.97 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | М | | 100 | A | \$12 | 12,075 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 100 | D | \$16.09 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | M | | 900 | A | \$12 | 12,875 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 900 | D | \$15.97 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | M | | 800 | A | \$12 | 12,775 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 800 | D | \$15.98 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | M | | 100 | A | \$12 | 12,075 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 100 | D | \$16.1 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | M | | 100 | A | \$12 | 12,075 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 100 | D | \$16.11 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | M | | 100 | A | \$12 | 12,075 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 100 | D | \$16.25 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | M | | 100 | A | \$12 | 12,075 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 100 | D | \$16 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | M | | 3,400 | A | \$12 | 15,375 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 3,400 | D | \$16.24 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | M | | 500 | A | \$12 | 12,475 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 500 | D | \$16.28 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | М | | 2,100 | A | \$12 | 14,075 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 2,100 | D | \$16.25 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | M | | 131 | A | \$12 | 12,106 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 131 | D | \$16.26 | 11,975 | D | | | |
| Common Stoc | k | | 01/06/2006 | | M | | 500 | A | \$12 | 12,475 | D | | | |
| Common Stoc | k | | 01/06/2006 | | S | | 500 | D | \$16.27 | 11,975 | D | | | |

| | 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) | nsaction 3A. Deemed 4. Execution Date, Transaction | | of Deriv Secu Acqu (A) or Dispo of (D) (Instr | of Expiration Date Derivative (Month/Day/Year) Securities Acquired (A) or | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 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 | | | | |

Explanation of Responses:

/s/**Alfred G. Gilman

01/10/2006

** Signature of Reporting Person

Date

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

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.

 $^{^{\}star}$ 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).