FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.O. 2004

OMB APPROVAL

OMB Number: 3235-0287
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hours per response:

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Landry Robert E					suer Name and Tio CGENERON C. [REGN]				, (Ch	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify							
(Last) (First) (Middle) 777 OLD SAW MILL RIVER ROAD					ate of Earliest Tran 27/2023		,			below) below) EVP Finance CFO							
(Street) TARRYTOWN NY 10591					Amendment, Date	of Origi	inal Fil	led (Month/Da	Lin	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(S	tate)	Ru	ıle 10b5-1(c) Tra	nsa	ction Ind	icatio	n								
				X	X Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.												
		Tab	le I - Non-Deri	vative	Securities Ac	quire	d, D	isposed o	f, or B	eneficial	ly Owne	d					
1. Title of Security (Instr. 3)		2. Transac Date (Month/Da		Execution Date,				4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar			unt of ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
						Code	v	Amount	it (A) or Pi		Transa (Instr. 3	ction(s) 3 and 4)		(,			
Common	Stock		03/27/2	2023		M ⁽¹⁾		800	A	\$381.9	2 32	2,905	D				
Common	Stock		03/27/2	2023		F ⁽¹⁾		589	D	\$825.1	7 32	2,316	D				
Common	Stock		03/27/2	2023		M ⁽¹⁾		3,000	A	\$378.9	8 35	5,316	D				
Common	Stock		03/27/2	2023		F ⁽¹⁾		2,204	D	\$825.1	7 33	3,112	D				
Common	Stock		03/27/2	2023		S ⁽¹⁾		39	D	\$819.47	(2) 33	3,073	D				
Common	Stock		03/27/2	2023		S ⁽¹⁾		50	D	\$820.46	33	3,023	D				
Common Stock 03/27/202				2023		S ⁽¹⁾		48	D	\$821.39	(4) 32	2,975	D				
Common Stock 03/27/20				2023		S ⁽¹⁾		18	D	\$822.57	32	2,957	D				
Common Stock 03/27/20			2023		S ⁽¹⁾		4	D	\$824.3	32	2,953	D					
Common Stock 03/27/202			2023		S ⁽¹⁾		13	D	\$825.5	9 32	2,940	D					
Common Stock 03/27/202			2023		S ⁽¹⁾		4	D	\$829.1	6 32	2,936	D					
Common Stock 03/27/202			2023		S ⁽¹⁾		7	D	\$830.0	1 32	2,929	D					
Common Stock 03/28/202			2023		S ⁽¹⁾		10	D	\$818.8	1 32	2,919	D					
Common Stock 03/28/202			2023		S ⁽¹⁾		115	D	\$820.85	(6) 32	2,804	D					
Common Stock 03/28/20			2023		S ⁽¹⁾		142	D	\$821.40	7) 32	2,662	D					
Common Stock 03/28/202			2023		S ⁽¹⁾		128	D	\$822.67	32	2,534	D					
Common Stock 03/28/20			2023		S ⁽¹⁾		181	D	\$823.60	(9) 32	2,353	D					
Common Stock 03/28/20			2023		S ⁽¹⁾		157	D	\$824.54	(10) 32	2,196	D					
Common Stock 03/28/20			2023		S ⁽¹⁾		243	D	\$825.37	(11) 31	1,953	D					
Common Stock 03/28/202			2023		S ⁽¹⁾		31	D	\$826.3	6 31	1,922	D					
Common Stock												250	I	By 401(k) Plan			
		T	able II - Deriva (e.g.,		Securities Acq calls, warrants						Owned						
Derivative Conversion Date Execurity or Exercise (Month/Day/Year) if a		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (li 8)		6. Date Expira (Month	tion Da		Amount Securitie Underlyi Derivativ	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership t (Instr. 4)				
											1						

		1	able II - Deriva (e.g.,					uired, Dis , options,				Owned			
1. Title of	2.	3. Transaction	3A. Deemed	C.ode			ı (nD) er	ExDecties Ebalero	isDaddee and	7itTetle an		8. Price of	9. Number of	10.	11. Nature
Non-rity Qualified Stock Option (right to buy)	or Exercise Price of Derivative Sex 378.98	Date (Month/Day/Year) 03/27/2023	Execution Date, if any (Month/Day/Year)	Code (8)	Instr.	Acqu (A) or Dispo of (D) (Instr	rities lired 13,000 osed) r. 3, 4	(Month/Day/Y	ear)	Amount of Securities Underlyin Common ^e	g Socurity	Security (Instr. 5) \$0.0	derivative Securities Beneficially Owned Foll:20,337 Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (IrDtr. 4)	of Indirect Beneficial Ownership (Instr. 4)
Non- Qualified Stock Option (right to buy)	\$381.92	03/27/2023		M ⁽¹⁾		and 5	800	(12)	12/16/2026	Common Stock	800	\$0.0	0	D	
Explanatio	n of Respons	es:				П					Amount				

Explanation of Responses:

1. Disposition/acquisition made pursuant to a plan intended to comply with Rule 10b5-1(c) adopted on February 24, 2023.

2. Represents volume-weighted average price of sales of 39 shares of Central National States of St

- 3. Represents volume-weighted average price of sales of 50 shares of Company stock on March 27, 2023 at prices ranging from \$820.00 to \$820.05. 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 March 27, 2023 at each separate price.
- 4. Represents volume-weighted average price of sales of 48 shares of Company stock on March 27, 2023 at prices ranging from \$821.02 to \$821.77. 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 March 27, 2023 at each separate price.
- 5. Represents volume-weighted average price of sales of 18 shares of Company stock on March 27, 2023 at prices ranging from \$822.46 to \$822.71. 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 March 27, 2023 at each separate price.
- 6. Represents volume-weighted average price of sales of 115 shares of Company stock on March 28, 2023 at prices ranging from \$820.67 to \$820.91. 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 March 28, 2023 at each separate price
- 7. Represents volume-weighted average price of sales of 142 shares of Company stock on March 28, 2023 at prices ranging from \$821.04 to \$821.73. 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 March 28, 2023 at each separate price 8. Represents volume-weighted average price of sales of 128 shares of Company stock on March 28, 2023 at prices ranging from \$822.21 to \$822.87. 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 March 28, 2023 at each separate price 9. Represents volume-weighted average price of sales of 181 shares of Company stock on March 28, 2023 at prices ranging from \$823.02 to \$823.99. 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 March 28, 2023 at each separate price 10. Represents volume-weighted average price of sales of 157 shares of Company stock on March 28, 2023 at prices ranging from \$824.00 to \$824.74. 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 March 28, 2023 at each separate price 11. Represents volume-weighted average price of sales of 243 shares of Company stock on March 28, 2023 at prices ranging from \$825.02 to \$825.82. 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 March 28, 2023 at each separate price
- 12. The stock option award vests in four equal annual installments, commencing one year after the date of grant.

/s/**Robert E. Landry

03/29/2023

** Signature of Reporting Person 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.

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