FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response: 0.5

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 Addres		ssuer Name and Tic					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
MURPHY ANDREW J				IC. [REGN]	11/11	C1V1 2	ICLOTIC		Director	10% (Owner			
		IC. [REGN]				X	Officer (give title below)	Other below	(specify					
(Last)	(First)	(Middle)	3. [Date of Earliest Trans	saction	(Montl	n/Day/Year)		,	Research	,			
777 OLD SAW MILL RIVER ROAD			07.	/13/2020					LVI Research					
(Street)	4.1	f Amendment, Date	of Origin	nal File	ed (Month/Da	6. Indiv	6. Individual or Joint/Group Filing (Check Applicable Line)							
TARRYTOWN						X	Form filed by One Reporting Person							
(City)	(State)	(Zip)								Form filed by More than One Reporting Person				
(5.13)	(Giailo)													
		Table I - N	on-Derivativ	e Securities Ac	quire	d, Di	sposed o	f, or Be	eneficially	Owned				
		2. Transaction Date (Month/Day/Year	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired (D) (Insti	I (A) or : 3, 4 and 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 (Instr. 4)			
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(111301.4)		
Common Stock			07/14/2020		S ⁽¹⁾		264	D	\$630.77	44,067	D			
Common Stock	Common Stock 07/14/2020						578	D	\$631.32(2)	43,489	D			
Common Stock 07/14/20					S ⁽¹⁾		679	D	\$632.12(3)	42,810	D			
Common Stock			07/14/2020		S ⁽¹⁾		95	D	\$633.02	42,715	D			
Common Stock			07/14/2020		S ⁽¹⁾		89	D	\$634.18	42,626	D			
Common Stock			07/14/2020		S ⁽¹⁾		175	D	\$635.46(4)	42,451	D			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

S(1)

S⁽¹⁾

S⁽¹⁾

182

239

79

D

D

D

\$637.48(5)

\$638.96(6)

\$639.55

42,269

42,030

41,951

4.242

D

D

D

T

By

401(k)

Plan

07/14/2020

07/14/2020

07/14/2020

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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)	Code (sansaction of le (Instr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/\)	ate	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				
Non- Qualified Stock Option (right to buy)	\$30.63	07/13/2020		M ⁽¹⁾			13,000	(7)	12/14/2020	Common Stock	13,000	\$0.0	13,736 ⁽⁸⁾	D	

Explanation of Responses:

Common Stock

Common Stock

Common Stock

Common Stock

- 1. Disposition/acquisition made pursuant to a plan intended to comply with Rule 10b5-1(c).
- 2. Represents volume-weighted average price of sales of 578 shares of Company stock on July 14, 2020 at prices ranging from \$631.07 to \$631.43. 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 July 14, 2020 at each separate price.
- 3. Represents volume-weighted average price of sales of 679 shares of Company stock on July 14, 2020 at prices ranging from \$632.04 to \$632.78. 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 July 14, 2020 at each separate price.
- 4. Represents volume-weighted average price of sales of 175 shares of Company stock on July 14, 2020 at prices ranging from \$635.29 to \$635.61. 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 July 14, 2020 at each separate price.
- 5. Represents volume-weighted average price of sales of 182 shares of Company stock on July 14, 2020 at prices ranging from \$637.19 to \$637.68. 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 July 14, 2020 at each separate price.
- 6. Represents volume-weighted average price of sales of 239 shares of Company stock on July 14, 2020 at prices ranging from \$638.87 to \$638.99. 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 July 14, 2020 at each separate price.
- 7. The stock option award vests in four equal annual installments, commencing one year after the date of grant.
- 8. Form two of two

/s/**Andrew Murphy

07/14/2020

** 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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