FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL										
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## 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 Address of Reporting Person*  Terifay Robert J					<u>R</u>	2. Issuer Name and Ticker or Trading Symbol REGENERON PHARMACEUTICALS INC [ REGN ]							(Ch	5. Relationship of Reporting (Check all applicable) Director  Officer (give title			10% Owner Other (specify	
(Last) (First) (Middle) 777 OLD SAW MILL RIVER ROAD						3. Date of Earliest Transaction (Month/Day/Year) 11/21/2012								SVP Commercial				
(Street) TARRYTOWN NY 10591 (City) (State) (Zip)					-   4.   -	4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check / Line)  X Form filed by One Reporting Per Form filed by More than One Reperson										ting Persor	1	
(City)	(5	·		on-Deri	ivativ	e Se	curi	ties Ac	auirea	1. Di	sposed o	f. or Be	neficial	v Owned				
1. Title of Security (Instr. 3)  2. Transacti Date (Month/Day				ction	2A. Exe	2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. 9		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar		(A) or	5. Amou Securitie Beneficia Owned F	es ally	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct I	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) or (D)	Price	Transact	Reported Transaction(s) (Instr. 3 and 4)			Instr. 4)	
Common Stock			11/21/2012				М		20,000	A	\$16.8	29,	372 D		D			
Common Stock			11/21/2012					F		1,932	D	\$173.8	3 27,	,440		D		
Common Stock			11/21/2012					F		8,323	D	\$173.8	3 19,	117	D			
Common Stock				11/23/2012					S		1,000	D	\$173.90	18,	117	7 D		
Common Stock 1				11/23/	23/2012				S		6,700	D	\$174.33	(2) 11,	417 D		D	
Common Stock 11/2				11/23/	/2012	2012					2,045	D	\$175.09	(3) 9,3	,372		D	
Common Stock											1,531			I	By 401(k) Plan			
			Table II								posed of, convertib			Owned			'	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed 4 Execution Date, if any		4. Transa	4. Transaction Code (Instr.		5. Number n of			isable and te	7. Title and Am of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares					
Non- Qualified Stock Option (right to buy)	\$16.8	11/21/2012			M			20,000	12/31/20	)11 <sup>(4)</sup>	12/17/2018	Common Stock	20,000	(5)	16,92	3	D	

- 1. Represents volume-weighted average price of sales of 1,000 shares of Company stock on November 23, 2012 at prices ranging from \$173.90 to \$173.99. 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 November 23, 2012 at each separate price.
- 2. Represents volume-weighted average price of sales of 6,700 shares of Company stock on November 23, 2012 at prices ranging from \$174.00 to \$174.98. 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 November 23, 2012 at each separate price.
- 3. Represents volume-weighted average price of sales of 2,045 shares of Company stock on November 23, 2012 at prices ranging from \$175.00 to \$175.63. 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 November 23, 2012 at each separate price.
- 4. The option became exercisable with respect to all shares underlying the option on December 31, 2011, based upon the satisfaction by the company of certain performance criteria during the period ended
- 5. Exercisable date, exercise date, exercise price, purchase price, sales price, and/or expiration date is/are not applicable in this case.

/\*\*Robert J. Terifay

11/26/2012

\*\* Signature of Reporting Person

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.