

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OMB APPROVAL | |
|----------------------------------------------|-----------|
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|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Name and Address of Reporting Person* <u>VAGELOS P ROY</u> (Last) (First) (Middle) <u>777 OLD SAW MILL RIVER ROAD</u> (Street) <u>TARRYTOWN NY 10591</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>REGENERON PHARMACEUTICALS INC [REGN]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman of the Board</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>11/19/2012</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |
| | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 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 | | | |
| Common Stock | 01/12/2012 | | G | V | 3,786 | D | \$0.0 | 167,761 | I | by CLAT |
| Common Stock | 03/30/2012 | | G | V | 1,852 | D | \$0.0 | 165,909 | I | by CLAT |
| Common Stock | 07/12/2012 | | G | V | 1,860 | D | \$0.0 | 164,049 | I | by CLAT |
| Common Stock | 10/09/2012 | | G | V | 1,392 | D | \$0.0 | 162,657 | I | by CLAT |
| Common Stock | 07/24/2012 | | G ⁽¹⁾ | V | 19,947 | D | \$0.0 | 59,844 | I | by GRAT |
| Common Stock | 07/24/2012 | | G ⁽¹⁾ | V | 19,947 | D | \$0.0 | 39,897 | I | by GRAT |
| Common Stock | 07/24/2012 | | G ⁽¹⁾ | V | 19,947 | D | \$0.0 | 19,950 | I | by GRAT |
| Common Stock | 09/04/2012 | | G ⁽¹⁾ | V | 19,947 | D | \$0.0 | 3 | I | by GRAT |
| Common Stock | 11/19/2012 | | S | | 30,800 | D | \$160.59 ⁽²⁾ | 129,200 | I | by Spouse as Trustee ⁽³⁾ |
| Common Stock | 11/19/2012 | | S | | 1,700 | D | \$161.06 ⁽⁴⁾ | 127,500 | I | by Spouse as Trustee ⁽³⁾ |
| Common Stock | | | | | | | | 56,946 | D | |
| Common Stock | | | | | | | | 82,410 | I | by GRAT |
| Common Stock | | | | | | | | 2,329 | I | By 401(k) Plan |
| Common Stock | | | | | | | | 15,162 | I | by GRAT |
| Common Stock | | | | | | | | 1,203 | I | by trust for grandch ⁽⁵⁾ |

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) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 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 | | | | | |

Explanation of Responses:

- 1. A GRAT of which the reporting person is a donor and trustee distributed to the adult children of the reporting person shares of Regeneron common stock in accordance with the terms of the GRAT.
- 2. Represents volume-weighted average price of sales of 30,800 shares of Company stock on November 19, 2012 at prices ranging from \$160.63 to \$160.99. 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 19, 2012 at each separate price.
3. By an irrevocable trust for the benefit of grandchildren of the reporting person, of which the spouse of the reporting person is trustee.
 4. Represents volume-weighted average price of sales of 1,700 shares of Company stock on November 19, 2012 at prices ranging from \$161.00 to \$161.14. 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 19, 2012 at each separate price.
 5. By a trust for the benefit of certain grandchildren of the reporting person, of which the reporting person and/or the spouse of the reporting person is trustee.

/s/**P. Roy Vagelos

11/19/2012

** 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.

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.