

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

1. Name and Address of Reporting Person* <b>GOLDBERG MURRAY A</b>  (Last) (First) (Middle) <b>777 OLD SAW MILL RIVER ROAD</b>  (Street) <b>TARRYTOWN NY 10591</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>REGENERON PHARMACEUTICALS INC [ REGN ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>SVP Finance and Admin CFO and</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>05/20/2013</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	05/21/2013		s <sup>(1)</sup>		1,777	D	\$255.52 <sup>(2)</sup>	123,612	D	
Common Stock	05/21/2013		s <sup>(1)</sup>		9,561	D	\$256.61 <sup>(3)</sup>	114,051	D	
Common Stock	05/21/2013		s <sup>(1)</sup>		3,516	D	\$257.59 <sup>(4)</sup>	110,535	D	
Common Stock	05/21/2013		s <sup>(1)</sup>		8,989	D	\$258.54 <sup>(5)</sup>	101,546	D	
Common Stock	05/21/2013		s <sup>(1)</sup>		8,566	D	\$259.48 <sup>(6)</sup>	92,980	D	
Common Stock	05/21/2013		s <sup>(1)</sup>		18,542	D	\$260.57 <sup>(7)</sup>	74,438	D	
Common Stock	05/21/2013		s <sup>(1)</sup>		8,774	D	\$261.36 <sup>(8)</sup>	65,664	D	
Common Stock	05/21/2013		s <sup>(1)</sup>		1,910	D	\$262.14 <sup>(9)</sup>	63,754	D	
Common Stock	05/21/2013		s <sup>(1)</sup>		2,200	D	\$263.89 <sup>(10)</sup>	61,554	D	
Common Stock	05/21/2013		s <sup>(1)</sup>		3,000	D	\$264.61 <sup>(11)</sup>	58,554	D	
Common Stock								5,618	I	By 401(k) Plan
Common Stock								750	I	by Spouse

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						Title
Incentive Stock Option (right to buy)	\$16.8	05/21/2013		M			952	(12)	12/17/2018	Common Stock	952	(13)	5,000	D	
Incentive Stock Option (right to buy)	\$20.32	05/21/2013		M			3,071	(12)	12/18/2016	Common Stock	3,071	(13)	0	D	
Non-Qualified Stock Option (right to buy)	\$16.8	05/20/2013		M <sup>(1)</sup>			12,798	(12)	12/17/2018	Common Stock	12,798	(13)	56,250	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)	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	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$16.8	05/20/2013		M <sup>(1)</sup>			16,250	(14)	12/17/2018	Common Stock	16,250	(13)	40,000	D	
Non-Qualified Stock Option (right to buy)	\$16.8	05/20/2013		M <sup>(1)</sup>			20,000	(14)	12/17/2018	Common Stock	20,000	(13)	20,000	D	
Non-Qualified Stock Option (right to buy)	\$16.8	05/20/2013		M <sup>(1)</sup>			20,000	(14)	12/17/2018	Common Stock	20,000	(13)	0	D	
Non-Qualified Stock Option (right to buy)	\$21.25	05/20/2013		M <sup>(1)</sup>			50,000	(15)	12/18/2019	Common Stock	50,000	(13)	29,670	D	
Non-Qualified Stock Option (right to buy)	\$21.25	05/20/2013		M <sup>(1)</sup>			6,250	(15)	12/18/2019	Common Stock	6,250	(13)	23,420	D	
Non-Qualified Stock Option (right to buy)	\$21.25	05/20/2013		M <sup>(1)</sup>			15,000	(12)	12/18/2019	Common Stock	15,000	(13)	8,420	D	
Non-Qualified Stock Option (right to buy)	\$21.25	05/20/2013		M <sup>(1)</sup>			3,750	(12)	12/18/2019	Common Stock	3,750	(13)	4,670	D	
Non-Qualified Stock Option (right to buy)	\$53.18	05/20/2013		M <sup>(1)</sup>			3,919		07/27/2011 12/15/2014	Common Stock	3,919	(13)	0	D	

**Explanation of Responses:**

- Disposition/acquisition made pursuant to a plan intended to comply with Rule 10b5-1(c).
- Represents volume-weighted average price of sales of 1,777 shares of Company stock on May 21, 2013 at prices ranging from \$255.29 to \$255.85. 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 May 21, 2013 at each separate price.
- Represents volume-weighted average price of sales of 9,561 shares of Company stock on May 21, 2013 at prices ranging from \$256.26 to \$256.99. 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 May 21, 2013 at each separate price.
- Represents volume-weighted average price of sales of 3,516 shares of Company stock on May 21, 2013 at prices ranging from \$257.15 to \$257.90. 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 May 21, 2013 at each separate price.
- Represents volume-weighted average price of sales of 8,989 shares of Company stock on May 21, 2013 at prices ranging from \$258.00 to \$258.97. 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 May 21, 2013 at each separate price.
- Represents volume-weighted average price of sales of 8,566 shares of Company stock on May 21, 2013 at prices ranging from \$259.00 to \$259.98. 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 May 21, 2013 at each separate price.
- Represents volume-weighted average price of sales of 18,542 shares of Company stock on May 21, 2013 at prices ranging from \$260.00 to \$260.98. 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 May 21, 2013 at each separate price.
- Represents volume-weighted average price of sales of 8,774 shares of Company stock on May 21, 2013 at prices ranging from \$261.00 to \$261.73. 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 May 21, 2013 at each separate price.
- Represents volume-weighted average price of sales of 1,910 shares of Company stock on May 21, 2013 at prices ranging from \$262.06 to \$262.23. 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 May 21, 2013 at each separate price.
- Represents volume-weighted average price of sales of 2,200 shares of Company stock on May 21, 2013 at prices ranging from \$263.58 to \$263.99. 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 May 21, 2013 at each separate price.
- Represents volume-weighted average price of sales of 3,000 shares of Company stock on May 21, 2013 at prices ranging from \$264.26 to \$264.96. 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 May 21, 2013 at each separate price.
- The stock option award (combined incentive stock option and non-qualified stock option) vests in four equal annual installments, commencing one year after the date of grant.
- Exercisable date, exercise date, exercise price, purchase price, sales price, and/or expiration date is/are not applicable in this case.
- On December 17, 2008, the reporting person was granted an option to purchase 56,250 shares of Common Stock. The option was eligible to vest, partially or in full, on December 31, 2011, based on the extent to which the company satisfied certain performance criteria. The performance criteria were met and the option vested as to all shares.
- On December 14, 2009, the reporting person was granted an option to purchase 56,250 shares of Common Stock. The option was eligible to vest, partially or in full, on December 31, 2012, based on the extent to which the company satisfied certain performance criteria. The performance criteria were met and the option vested as to all shares.

/s/\*\*Murray A. Goldberg

05/22/2013

\*\* Signature of Reporting Person

Date

\* 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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