SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

	s of Reporting Person LEONARD S	*	2. Issuer Name and Ticker or Trading Symbol <u>REGENERON PHARMACEUTICALS INC</u> [REGN]		tionship of Reporting Perso all applicable) Director X Officer (give title		n(s) to Issuer 10% Owner Other (specify	
(Last) 777 OLD SAW M	(First) MILL RIVER ROA	(Middle) D	3. Date of Earliest Transaction (Month/Day/Year) 12/20/2007		below) Chief Exec Office	er &	below) President	
(Street) TARRYTOWN	NY	10591	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	dual or Joint/Group Fi Form filed by One R Form filed by More t	eportir	ng Person	
(City)	(State)	(Zip)			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)					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)		(1130.4)
Common Stock	12/20/2007		M ⁽¹⁾		37,370	A	\$8.625	93,917	D	
Common Stock	12/20/2007		F ⁽¹⁾		14,466	D	\$22.28	79,451	D	
Common Stock	12/20/2007		F ⁽¹⁾		7,741	D	\$22.28	71,710	D	
Common Stock								4,028	I	By 401(k) Plan
Common Stock								900	I	By Son

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. Transa Code (8)		of Deri Sec Acq (A) (Disp of (I	umber vative urities uired or oosed O) (Instr. and 5)	Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		nderlying Derivative ecurity Security		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 Options (right to buy)	\$ 8.625	12/20/2007		M ⁽¹⁾			37,370	(2)	01/01/2008	Common Stock	37,370	(3)	0	D	
Class A Stock	(3)							(3)	(3)	Common Stock	1,710,790		1,710,790	D	
Class A Stock	(3)							(3)	(3)	Common Stock	29,275		29,275	I	By Son

Explanation of Responses:

1. Disposition/acquisition made pursuant to a plan intended to comply with Rule 10b5-1(c).

2. This stock option was granted on January 1,1998 and became exercisable in five equal annual installments, commencing one year after the date of grant.

3. Exercisable date, exercise date, exercise price, purchase price, sales price, and/or expiration date is not applicable in this case.

12/20/2007

<u>/s/**Leonard S. Schleifer</u> ** 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.