SEC Form 4

Common Stock

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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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Instruction 1(b).			Filed		nt to Section 16(a) ction 30(h) of the Ir					4	<u> </u>]	
	ss of Reporting Person		er Name and Ticke <u> ENERON PI</u> GN]				C (Chec	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify						
(Last) (First) (Middle) 777 OLD SAW MILL RIVER RD					e of Earliest Transa /2005	ction (Mo	onth/E	Day/Year)		X Officer (give title Other (specify below) below) SVP Fin & Admin, CFO, & Treas				
(Street) TARRYTOWN NY 10591					nendment, Date of	Original	Filed	(Month/Day/Ye	6. Indi Line) X					
(City)	(State)	(Zip)					Person							
	Та	ble I - No	on-Deriva	ative S	Securities Acq	uired,	Dis	posed of, o	or Bene	eficially	Owned			
1. Title of Security (Instr. 3)			2. Transactio Date (Month/Day/Y		Execution Date,		tion nstr.	4. Securities Disposed Of	Acquired (D) (Instr.	(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)		(instr. 4)	
Common Stock			12/23/2	2005		M/K ⁽¹⁾		1,000	A	\$12.75	37,516	D		
Common Stock			12/23/2	2005		S/K ⁽¹⁾		1,000	D	\$12.99	36,516	D		
Common Stock			12/23/2	2005		M/K ⁽¹⁾		1,000	A	\$12.75	37,516	D		
Common Stock			12/23/2	2005		S/K ⁽¹⁾		1,000	D	\$ <mark>13</mark>	36,516	D		
Common Stock			12/23/2	2005		M/K ⁽¹⁾		1,000	A	\$12.75	37,516	D		
Common Stock			12/23/2	2005		S/K ⁽¹⁾		1,000	D	\$13.05	36,516	D		
Common Stock			12/23/2	2005		M/K ⁽¹⁾		100	A	\$12.75	36,616	D		
Common Stock			12/23/2	2005		S/K ⁽¹⁾		100	D	\$13.08	36,516	D		
Common Stock			12/23/2	2005		M/K ⁽¹⁾		700	Α	\$12.75	37,216	D		
Common Stock			12/23/2	2005		S/K ⁽¹⁾		700	D	\$13.09	36,516	D		
Common Stock			12/23/2	2005		M/K ⁽¹⁾		4,200	A	\$12.75	40,716	D		
Common Stock			12/23/2	2005		S/K ⁽¹⁾		4,200	D	\$13.1	36,516	D		
Common Stock			12/23/2	2005		M/K ⁽¹⁾		1,804	Α	\$12.75	38,320	D		
Common Stock			12/23/2	2005		S/K ⁽¹⁾		1,804	D	\$13.11	36,516	D		
Common Stock			12/23/2	2005		M/K ⁽¹⁾		1,100	A	\$12.75	37,616	D		

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

S/K⁽¹⁾

M/K⁽¹⁾

S/K⁽¹⁾

M/K⁽¹⁾

S/K⁽¹⁾

M/K⁽¹⁾

F/K⁽¹⁾

F/K⁽¹⁾

S/K⁽¹⁾

1,100

246

246

1,000

1,000

17,850

17,098

260

492

D

Α

D

A

D

Α

D

D

D

\$13.12

\$12.75

\$13.13

\$12.75

\$13.16

\$12.75

\$13.31

\$13.31

\$14.94

36,516

36,762

36,516

37,516

36,516

54,366

37,268

37,008

36,516

D

D

D

D

D

D

D

D

D

12/23/2005

12/23/2005

12/23/2005

12/23/2005

12/23/2005

12/23/2005

12/23/2005

12/23/2005

12/27/2005

1. Title of Derivative Security (Instr. 3) 2. 3. Transaction Date 3A. Deemed Execution Date, if any (Month/Day/Year) 1. Title of Derivative Security 9. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number Transaction Code (Instr. 8) 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
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			Table II - Deriv (e.g.,	vative puts,	Secu calls	rities Acq warrants		uired, Disp , options,	osed of, convertit	or Bene le secu	ffC18111ý ^{ot} filles)er	Owned			
1. Title of	2.	3. Transaction	3A. Deemed	C.ode			Date ExDectisEblero	Expiration	7itīlētle an	of	8. Price of	9. Number of	10.	11. Nature	
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		of		Expiration Date (Month/Day/Year)		of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
								Date	Expiration		Amount or Number of				
Incen <u>tive</u> Stock				Code	v	(A)	(D)	Exercisable	Date	Title	Shares				
Option (right to buy)	\$12.75	12/23/2005		M/K ⁽¹⁾			1,000	(2)	01/02/2006	Common Stock	1,000	\$0.00	11,150	D	
Incentive Stock Option (right to buy)	\$12.75	12/23/2005		M/K ⁽¹⁾			1,000	(2)	01/02/2006	Common Stock	1,000	\$0.00	10,150	D	
Incentive Stock Option (right to buy)	\$12.75	12/23/2005		M/K ⁽¹⁾			1,000	(2)	01/02/2006	Common Stock	1,000	\$0.00	9,150	D	
Incentive Stock Option (right to buy)	\$12.75	12/23/2005		M/K ⁽¹⁾			100	(2)	01/02/2006	Common Stock	100	\$0.00	9,050	D	
Incentive Stock Option (right to buy)	\$12.75	12/23/2005		M/K ⁽¹⁾			700	(2)	01/02/2006	Common Stock	700	\$0.00	8,350	D	
Incentive Stock Option (right to buy)	\$12.75	12/23/2005		M/K ⁽¹⁾			4,200	(2)	01/02/2006	Common Stock	4,200	\$0.00	4,150	D	
Incentive Stock Option (right to buy)	\$12.75	12/23/2005		M/K ⁽¹⁾			1,804	(2)	01/02/2006	Common Stock	1,804	\$0.00	2,346	D	
Incentive Stock Option (right to buy)	\$12.75	12/23/2005		M/K ⁽¹⁾			1,100	(2)	01/02/2006	Common Stock	1,100	\$0.00	1,246	D	
Incentive Stock Option (right to buy)	\$12.75	12/23/2005		M/K ⁽¹⁾			246	(2)	01/02/2006	Common Stock	246	\$0.00	1,000	D	
Incentive Stock Option (right to buy)	\$12.75	12/23/2005		M/K ⁽¹⁾			1,000	(2)	01/02/2006	Common Stock	1,000	\$0.00	0	D	
Non- Qualified Stock Option (right to buy)	\$12.75	12/23/2005		M/K ⁽¹⁾			17,850	(2)	01/02/2006	Common Stock	17,850	\$0.00	0	D	

Explanation of Responses:

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

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

By: /s/ **Stuart Kolinski For:

12/28/2005

/s/ **Murray A. Goldberg

** 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.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Leonard Schleifer, , Beverly Dubs, Stuart Kolinski, Murray Goldberg, and Douglas McCorkle signing singly, the undersigned's true and lawful attorney-in-fact to: (1)execute for and on behalf of the undersigned in the undersigned's capacity as a director of Regeneron Pharmaceuticals, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder; (2)do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and (3)take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-act on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in servina in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect

to the

undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of September, 2005.

Goldberg

**/s/Murray A.

Signature

Murray A. Goldberg Print

Name

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