

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>ROBERTS WILLIAM</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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP Regulat Dev & Med Safety</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>11/30/2012</u> | |
| | | 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 | 11/05/2012 | | G ⁽¹⁾ | V | 26,000 | D | \$0.0 | 16,644 | D | |
| Common Stock | 11/27/2012 | | G ⁽²⁾ | V | 11,500 | A | \$0.0 | 11,500 | I | by CRUT |
| Common Stock | 11/30/2012 | | S | | 224 | D | \$177.43 ⁽³⁾ | 11,276 | I | by CRUT |
| Common Stock | 11/30/2012 | | S | | 430 | D | \$178.27 ⁽⁴⁾ | 10,846 | I | by CRUT |
| Common Stock | 11/30/2012 | | S | | 2,600 | D | \$179.43 ⁽⁵⁾ | 8,246 | I | by CRUT |
| Common Stock | 11/30/2012 | | S | | 5,010 | D | \$180.67 ⁽⁶⁾ | 3,236 | I | by CRUT |
| Common Stock | 11/30/2012 | | S | | 1,515 | D | \$181.47 ⁽⁷⁾ | 1,721 | I | by CRUT |
| Common Stock | 11/30/2012 | | S | | 521 | D | \$182.44 ⁽⁸⁾ | 1,200 | I | by CRUT |
| Common Stock | 11/30/2012 | | S | | 800 | D | \$183.58 ⁽⁹⁾ | 400 | I | by CRUT |
| Common Stock | 11/30/2012 | | S | | 200 | D | \$184.29 ⁽¹⁰⁾ | 200 | I | by CRUT |
| Common Stock | 11/30/2012 | | S | | 200 | D | \$186 | 0.0 | I | by CRUT |
| Common Stock | 09/04/2012 | | G | V | 19,947 | A | \$0.0 | 19,947 | I | by Spouse |
| Common Stock | 11/05/2012 | | G ⁽¹⁾ | V | 26,000 | A | \$0.0 | 45,947 | I | by Spouse |
| Common Stock | 11/27/2012 | | G ⁽²⁾ | V | 11,500 | D | \$0.0 | 17,447 | I | by Spouse |
| Common Stock | | | | | | | | 17,000 | I | by GRAT |
| Common Stock | | | | | | | | 1,200 | I | by trust for daught |
| Common Stock | | | | | | | | 4,331 | I | By 401(k) Plan |

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 | | | | | | | | 1,200 | I | by trust for daught |

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:

- Gift of Common Stock by reporting person to spouse.
- Transfer of Common Stock by spouse to Charitable Remainder Unitrust (CRUT).
- Represents volume-weighted average price of sales of 224 shares of Company stock on November 30, 2012 at prices ranging from \$177.42 to \$177.44. 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 30, 2012 at each separate price.
- Represents volume-weighted average price of sales of 430 shares of Company stock on November 30, 2012 at prices ranging from \$178.03 to \$178.99. 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 30, 2012 at each separate price.
- Represents volume-weighted average price of sales of 2,600 shares of Company stock on November 30, 2012 at prices ranging from \$179.05 to \$179.97. 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 November 30, 2012 at each separate price.
- Represents volume-weighted average price of sales of 5,010 shares of Company stock on November 30, 2012 at prices ranging from \$180.02 to \$180.99. 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 30, 2012 at each separate price.
- Represents volume-weighted average price of sales of 1,515 shares of Company stock on November 30, 2012 at prices ranging from \$181.00 to \$181.90. 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 November 30, 2012 at each separate price.
- Represents volume-weighted average price of sales of 521 shares of Company stock on November 30, 2012 at prices ranging from \$182.14 to \$182.82. 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 30, 2012 at each separate price.
- Represents volume-weighted average price of sales of 800 shares of Company stock on November 30, 2012 at prices ranging from \$183.21 to \$183.99. 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 30, 2012 at each separate price.
- Represents volume-weighted average price of sales of 200 shares of Company stock on November 30, 2012 at prices ranging from \$184.16 to \$184.42. 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 30, 2012 at each separate price.

/s/**William G. Roberts 12/04/2012

** 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.