Common Stock

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	OVAL				
OMB Number:	3235-0287				
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hours per response:	0.5				

987,483

5,845

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By

401(k) Plan

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

1. Name and Address of Reporting Person* YANCOPOULOS GEORGE (Last) (First) (Middle) 777 OLD SAW MILL RIVER ROAD	RE IN 3. D	isuer Name and Tick GENERON F C. [REGN] ate of Earliest Trans 21/2021	PHAF	RMA	ACEUTIC	5. Rel (Chec X	tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner Officer (give title below) President and Chief Scientific				
(Street) TARRYTOWN NY 10591 (City) (State) (Zip)	4. If	Amendment, Date o	of Origin	al File	ed (Month/Day	Line)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Non-Derivative	e Securities Ac	auire	d. D	isposed of	f. or Be	eneficially	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	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
				v	Amount (A) (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	01/12/2021		G	v	82,108	A	\$0.0	82,108	I	By Trust for Chldn. ⁽¹⁾	
Common Stock	06/21/2021		S ⁽²⁾		738	D	\$532.89 ⁽³⁾	81,370	I	By Trust for Chldn. ⁽¹⁾	
Common Stock	06/21/2021		S ⁽²⁾		7,494	D	\$533.66 ⁽⁴⁾	73,876	I	By Trust for Chldn. ⁽¹⁾	
Common Stock	06/21/2021		S ⁽²⁾		8,236	D	\$534.48 ⁽⁵⁾	65,640	I	By Trust for Chldn. ⁽¹⁾	
Common Stock	06/21/2021		S ⁽²⁾		4,154	D	\$535.63 ⁽⁶⁾	61,486	I	By Trust for Chldn. ⁽¹⁾	
Common Stock	06/21/2021		S ⁽²⁾		3,768	D	\$536.37 ⁽⁷⁾	57,718	I	By Trust for Chldn. ⁽¹⁾	
Common Stock	06/21/2021		S ⁽²⁾		6,636	D	\$537.61 ⁽⁸⁾	51,082	I	By Trust for Chldn. ⁽¹⁾	
Common Stock	06/21/2021		S ⁽²⁾		4,868	D	\$538.54 ⁽⁹⁾	46,214	I	By Trust for Chldn. ⁽¹⁾	
Common Stock	06/21/2021		S ⁽²⁾		3,306	D	\$539.66 ⁽¹⁰	42,908	I	By Trust for Chldn. ⁽¹⁾	
Common Stock	06/21/2021		S ⁽²⁾		8,099	D	\$540.61 ⁽¹¹	34,809	I	By Trust for Chldn. ⁽¹⁾	
Common Stock	06/21/2021		S ⁽²⁾		19,911	D	\$541.44 ⁽¹²	14,898	I	By Trust for Chldn. ⁽¹⁾	
Common Stock	06/21/2021		S ⁽²⁾		10,514	D	\$542.43 ⁽¹³	4,384	I	By Trust for Chldn. ⁽¹⁾	
Common Stock	06/21/2021		S ⁽²⁾		2,276	D	\$543.13 ⁽¹⁴	2,108	I	By Trust for Chldn. ⁽¹⁾	

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 A Disposed Of (5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock								211,585	I	by 2019 GRAT		

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	Exercise (Month/Day/Year) if any Code (Inst te of ivative (Month/Day/Year) 8)			5. Numl Derivati Securiti Acquire Dispose (D) (Instand 5)	ive ies ed (A) or ed of	6. Date Exerc Expiration D (Month/Day/	ate	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	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Class A Stock	(15)	04/15/2021		G		14,000		(16)	(16)	Common Stock	14,000	\$0.0	14,000	I	By Tr. for Daughter ⁽¹⁷⁾
Class A Stock	(15)	04/15/2021		G			14,000	(16)	(16)	Common Stock	14,000	\$0.0	0	I	by Daughter ⁽¹⁸⁾
Class A Stock	(15)	04/15/2021		G			5,383	(16)	(16)	Common Stock	5,383	\$0.0	0	I	by Son ⁽¹⁸⁾
Class A Stock	(15)	04/15/2021		G		5,383		(16)	(16)	Common Stock	5,383	\$0.0	5,383	I	by Trust for Son ⁽¹⁷⁾

Explanation of Responses:

- 1. As investment trustee of trusts for the benefit of the reporting person's children.
- 2. Disposition/acquisition made pursuant to a plan intended to comply with Rule 10b5-1(c).
- 3. Represents volume-weighted average price of sales of 738 shares of Company stock on June 21, 2021 at prices ranging from \$532.56 to \$532.94. 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 June 21, 2021 at each separate price.
- 4. Represents volume-weighted average price of sales of 7,494 shares of Company stock on June 21, 2021 at prices ranging from \$533.14 to \$533.99. 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 June 21, 2021 at each separate price
- 5. Represents volume-weighted average price of sales of 8,236 shares of Company stock on June 21, 2021 at prices ranging from \$534.01 to \$534.86. 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 June 21, 2021 at each separate price.
- 6. Represents volume-weighted average price of sales of 4,154 shares of Company stock on June 21, 2021 at prices ranging from \$535.05 to \$535.87. 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 June 21, 2021 at each separate price.
- 7. Represents volume-weighted average price of sales of 3,768 shares of Company stock on June 21, 2021 at prices ranging from \$536.02 to \$536.99. 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 June 21, 2021 at each separate price.
- 8. Represents volume-weighted average price of sales of 6,636 shares of Company stock on June 21, 2021 at prices ranging from \$537.05 to \$537.99. 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 June 21, 2021 at each separate price.
- 9. Represents volume-weighted average price of sales of 4,868 shares of Company stock on June 21, 2021 at prices ranging from \$538.01 to \$538.97. 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 June 21, 2021 at each separate price.
- 10. Represents volume-weighted average price of sales of 3,306 shares of Company stock on June 21, 2021 at prices ranging from \$539.14 to \$539.99. 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 June 21, 2021 at each separate price.
- 11. Represents volume-weighted average price of sales of 8,099 shares of Company stock on June 21, 2021 at prices ranging from \$540.00 to \$540.99. 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 June 21, 2021 at each separate price.
- 12. Represents volume-weighted average price of sales of 19,911 shares of Company stock on June 21, 2021 at prices ranging from \$541.00 to \$541.97. 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 June 21, 2021 at each separate price.
- 13. Represents volume-weighted average price of sales of 10,514 shares of Company stock on June 21, 2021 at prices ranging from \$542.00 to \$542.98. 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 June 21, 2021 at each separate price.
- 14. Represents volume-weighted average price of sales of 2,276 shares of Company stock on June 21, 2021 at prices ranging from \$543.01 to \$543.46. 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 June 21, 2021 at each separate price.
- 15. Class A Stock of Regeneron Pharmaceuticals, Inc. ("Regeneron") converts to Common Stock of Regeneron on a one-to-one basis upon certain events or upon election of the shareholder.
- 16. These shares of Class A Stock are presently convertible and such conversion feature does not expire.
- 17. These shares of Class A Stock are held in a trust for the benefit of the reporting person's child, of which the reporting person is trustee.
- 18. These shares of Class A Stock were held in custody for the benefit of the reporting person's child.

06/23/2021 /s/**George D. Yancopoulos

** 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.