SEC Form 4

Instruction 1(b)

Common Stock

Common Stock

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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL

OMB Number:	3235-0287								
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			Theory		Section 30(h) of the					1 1004				
1. Name and Address of Reporting Person [*] Landry Robert E				RI	ssuer Name and Ti EGENERON [C. [REGN]					ationship of Reportin k all applicable) Director Officer (give title below)	ng Person(s) to Issuer 10% Owner Other (specify below)			
(Last) 777 OLD SAW	(First) (Middle) D SAW MILL RIVER ROAD				3. Date of Earliest Transaction (Month/Day/Year) 06/29/2020						,	ance CFO		
(Street)				4. li	f Amendment, Date	of Orig	inal Fi	led (Month/D	ay/Year)	6. Indi Line)	vidual or Joint/Grou	p Filing (Check	Applicable	
TARRYTOWN	NY	10591								X	X Form filed by One Reporting Person			
(City)	(State)	(Zip)									Form filed by Mo Person	re than One Re	porting	
	Tab	ole I - N	lon-Derivat	tive	Securities Ac	quire	d, Di	sposed o	f, or B	eneficially	v Owned			
Date		2. Transaction Date (Month/Day/Year)		Execution Date,		ction Instr.	4. Securities Disposed Of			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	nt (A) or (D) Pric		Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock			06/29/202	0		S ⁽¹⁾		39	D	\$609.46(2)	24,334	D		

S(1)

S⁽¹⁾

S⁽¹⁾

S⁽¹⁾

S⁽¹⁾

06/29/2020

06/29/2020

06/29/2020

06/29/2020

06/29/2020

58

50

153

69

31

D

D

D

D

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. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D)	r osed) 1. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	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				

Explanation of Responses:

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

2. Represents volume-weighted average price of sales of 39 shares of Company stock on June 29, 2020 at prices ranging from \$609.37 to \$609.46. 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 29, 2020 at each separate price.

Represents volume-weighted average price of sales of 58 shares of Company stock on June 29, 2020 at prices ranging from \$610.47 to \$610.91. 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 29, 2020 at each separate price.
 Represents volume-weighted average price of sales of 50 shares of Company stock on June 29, 2020 at prices ranging from \$611.09 to \$611.97. Upon request by the Commission staff, the Company, or

4. Represents volume-weighted average price of sales of 50 shares of Company stock on June 29, 2020 at prices ranging from \$611.03 to \$611.03'. Optimiled average price of sales of 50 shares of 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 29, 2020 at prices ranging from \$611.03 to \$611.03'. Optimiled average price of sales of 153 chares of Company, tock on June 29, 2020 at prices ranging from \$611.03 to \$611.03'. Optimiled average price of sales of 153 chares of Company, tock on June 29, 2020 at prices ranging from \$611.03 to \$611.03'. Optimiled average price of sales of 153 chares of Company, tock on June 29, 2020 at prices ranging from \$611.03 to \$612.03'. Upon request by the Company, of the Company.

5. Represents volume-weighted average price of sales of 153 shares of Company stock on June 29, 2020 at prices ranging from \$612.13 to \$612.93. 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 29, 2020 at each separate price.

6. Represents volume-weighted average price of sales of 69 shares of Company stock on June 29, 2020 at prices ranging from \$614.39 to \$614.88. 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 29, 2020 at each separate price.

<u>/s/**Robert E. Landry</u> 06/30/2020

** Signature of Reporting Person Date

\$610.73(3)

\$611.44(4)

\$612.67(5)

\$614.64(6)

\$616.67

24,276

24,226

24,073

24,004

23.973

200

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Ι

By

401(k) Plan

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.