FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

washington, D	.0. 2054

OMB APPROVAL 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

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1. Name and Address of Reporting Person* RYAN ARTHUR F					ssuer Name and Ti EGENERON [C. [REGN]				(Chec	Relationship of Reporting Person(s) to Issue (Check all applicable) X Director 10% Owner Officer (clientitle Check (case))					
(Last) 777 OLD SAW	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2024							Officer (give title below)	Other below	(specify)		
——————————————————————————————————————				4. l	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable										
(Street) TARRYTOWN		Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person													
(City)	(State)	(Zip)		Rı	ule 10b5-1(c	\ Tra	nea	ction Inc	licatio	l					
				_	`	,									
				X	satisfy the affirmativ						ract, instruction or writen 10.	ten pian that is in	tended to		
		Table I - N	on-Derivat	ive	Securities Ac	quire	d, D	isposed c	f, or B	eneficially	/ Owned				
1. Title of Security	(Instr. 3)		2. Transaction Date (Month/Day/Y		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Disposed O	s Acquire f (D) (Inst	ed (A) or tr. 3, 4 and 5)	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) o		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)			
Common Stock			03/01/202	4		S ⁽¹⁾		1	D	\$967.5	18,381	D			
Common Stock			03/01/202	4		S ⁽¹⁾		1	D	\$968.66	18,380	D			
Common Stock			03/01/202	.4		S ⁽¹⁾		1	D	\$969.18	18,379	D			
Common Stock			03/01/202	24		S ⁽¹⁾		4	D	\$970.38	18,375	D			
Common Stock			03/01/202	24		S ⁽¹⁾		1	D	\$971.75	18,374	D			
Common Stock			03/01/202	24		S ⁽¹⁾		2	D	\$972.29	18,372	D			
Common Stock			03/01/202	4		S ⁽¹⁾		1	D	\$974.78	18,371	D			
Common Stock			03/01/202	.4		S ⁽¹⁾		2	D	\$975.7	18,369	D			
Common Stock			03/01/202	4		S ⁽¹⁾		2	D	\$976.81	18,367	D			
Common Stock			03/01/202	4		S ⁽¹⁾		2	D	\$977.27(2)	18,365	D			
Common Stock			03/01/202	.4		S ⁽¹⁾		1	D	\$978.09	18,364	D			
Common Stock			03/01/202	4		S ⁽¹⁾		1	D	\$979.87	18,363	D			
Common Stock			03/01/202	4		S ⁽¹⁾		1	D	\$980.21	18,362	D			
Common Stock			03/01/202	24		S ⁽¹⁾		15	D	\$981.64 ⁽³⁾	18,347	D			
Common Stock			03/01/202			S ⁽¹⁾		11	D	\$982.67(4)	18,336	D			
Common Stock			03/01/2024			S ⁽¹⁾		12	D	\$983.61(5)	18,324	D			
Common Stock			03/01/202	.4		S ⁽¹⁾		19	D	\$984.45(6)	18,305	D			
Common Stock			03/01/202	.4		S ⁽¹⁾		10	D	\$985.76(7)	18,295	D			
Common Stock			03/01/202	4		S ⁽¹⁾		8	D	\$986.58(8)	18,287	D			
Common Stock			03/01/202	4		S ⁽¹⁾		4	D	\$987.33(9)	18,283	D			
Common Stock			03/01/202	4		S ⁽¹⁾		1	D	\$988.3	18,282	D			
		Table II			Securities Acq						Owned	,			

			lai				options, convertib		•	a		
1. Titl Deriv Secu (Instr	rative rity :. 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)

		Tal								osed of, convertib		ı or	-	d		
1. Title of	2. Conversion	3. Transaction	3A. Deem		C .ode	V	6A)Nu	ım(D)r	Date ExPetis Elale Expiration (eSinaires	8. Price of Derivative	9. Number of derivative	10.	11. Nature
ESeptantatio	noorf⊞Respisens	(Month/Day/Year) hade pursuant to a pla	if any	,	Code (Instr.		vative irities	(Month/Day	Year)	Secu	rities rlying	Security (Instr. 5)	Securities Beneficially	Form: Direct (D)	Beneficial Ownership . (Instr. 4)
Represents a security hol	Selcurityweigh lder of the Com	nted average price of	sales of 2 sl	nares of C	ompany Il inform	stock of	n(Al)ao egDisib	ich 1,2 ioselde i	024 at prices a number of sha	anging from \$ res sold by the	re3 and	h4)person or	n March 1, 20	2 Reported eparat	e price.	ompany, or
3. Represents or a security	volume-weigh holder of the C	nted average price of ompany, the reportin	sales of 15 g person wi	shares of ll provide	Compan full info	y stock rmatio	of (D (Inst) Figh 14, Eding th	2024 at prices ne number of s	ranging from hares sold by t	\$981.09 he repo	to \$981.92 rting person	. Upon reques on March 1,	Transaction(s) of (instr. 4) ommiss 2024 at each sepa	sion staff, the Carate price.	Company,
4. Represents	volume-weigh	nted average price of pany, the reporting p	sales of 11	shares of	Compan	y stock	on Ma	arch 1,	2024 at prices	ranging from	\$982.51	to \$982.81	. Upon reques	st by the Commiss	sion staff, the C	Company, or
		nted average price of company, the reportin														Company,
		nted average price of company, the reportin														Company,
7. Represents or a security	volume-weigh holder of the C	nted average price of company, the reportin	sales of 10 g g person wi	shares of 11 provide	Compan full info	y stock rmatio	on Ma n regai	arch 1, rding th	2024 at prices ne number of s	ranging from	\$985.26 the repo	t or \$985.99 Number rting person	. Upon request on March 1,	st by the Commiss 2024 at each sepa	sion staff, the Carate price.	Company,
Represents	s volume-weigh	nted average price of npany, the reporting p	sales of 8 sl	nares of C	o Copde y	swock o	n (A) ar	ch(D), 2	0 Exerçisable	an Date from \$	98 Titlé t	to Shares 1.	Upon request	by the Commission	on staff, the Co	ompany, or

9. Represents volume-weighted average price of sales of 4 shares of Company stock on March 1, 2024 at prices ranging from \$987.05 to \$987.60. 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 March 1, 2024 at each separate price.

/s/**Arthur F. Ryan 03/05/2024

** Signature of Reporting Person Date

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.