SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(b) of the Investment Company Act of 1940

	01 3600	1011 30(11) 01 1	he Investment Company Act of 1	340				
1. Name and Address of Reporting Person [*] MURPHY ANDREW J	I Requiring Statement		3. Issuer Name and Ticker or Trading Symbol <u>REGENERON PHARMACEUTICALS, INC.</u> [(REGN)]					
(Last) (First) (Middle) 777 OLD SAW MILL RIVER ROAD (Street) TARRYTOWN NY 10591 (City) (State) (Zip)		n-Derivati	4. Relationship of Reporting Pers (Check all applicable) Director X Officer (give title below) EVP Resear Ve Securities Beneficial Amount of Securities eneficially Owned (Instr. 4)	10% Owne Other (spe below) ch	r (N cify 6. A ip 4. I tt (D) (In:	Individual or Join pplicable Line) X Form filed b Form filed b Reporting F	ate of Original Filed t/Group Filing (Check y One Reporting Person y More than One erson	
Common Stock			45,326 ⁽¹⁾	(Instr. 5)	.,			
Common Stock			4,212	I	By	401(k) Plan		
(4			e Securities Beneficially nts, options, convertible		s)			
1. Title of Derivative Security (Instr. 4)	2. Date Exerc		3. Title and Amount of Securi		4. Conversio	5. Ownership	6. Nature of Indirect Beneficial Ownership	
1. Title of Derivative Security (Instr. 4)	2. Date Exerc Expiration D (Month/Day/) Date Exercisable	ate	Underlying Derivative Securi		4. Conversio or Exercis Price of Derivative Security	on Ownership se Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
1. Title of Derivative Security (Instr. 4) Incentive Stock Option (right to buy)	Expiration Date	ate Year) Expiration	Underlying Derivative Securi	ty (Instr. 4) Amount or Number of	Conversion or Exercise Price of Derivative	on Ownership Se Form: Direct (D) e or Indirect	Beneficial Ownership	
	Expiration D (Month/Day/ Date Exercisable	ate Year) Expiration Date	Underlying Derivative Securi	ty (Instr. 4) Amount or Number of Shares	Conversio or Exercis Price of Derivative Security	on Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership	
Incentive Stock Option (right to buy)	Date Exercisable	Expiration Date 12/14/2020	Underlying Derivative Securit Title Common Stock	ty (Instr. 4) Amount or Number of Shares 3,264	Conversion or Exercise Price of Derivative Security 30.63	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership	
Incentive Stock Option (right to buy) Incentive Stock Option (right to buy)	Expiration Date Exercisable (2) (2) (2)	ate Year) Expiration Date 12/14/2020 12/16/2021	Underlying Derivative Securit Title Common Stock Common Stock	ty (Instr. 4) Amount or Number of Shares 3,264 1,921	Conversion or Exercise Price of Derivative Security 30.63 52.03	on Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership	
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Explanation of Responses:

1. Includes an award of 15,000 shares of restricted stock that vests in its entirety on December 12, 2023.

2. The stock option award (combined incentive stock option and non-qualified stock option) vests in four equal annual installments, commencing one year after the date of grant. The stock option award expires on the ten-year anniversary of the date of grant.

3. The stock option award vests in four equal annual installments, commencing one year after the date of grant. The stock option award expires on the ten-year anniversary of the date of grant.

<u>/s/Andrew Murphy</u>	<u>12/13/2019</u>
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** 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 5 (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.

POWER OF ATTORNEY

Know all by these presents that the undersigned hereby constitutes and appoints each of Leonard S. Schleifer, Robert E. Landry, Joseph J. LaRosa, Richard Gluckselig, Beverly Dubs, and Amanda Souza, signing singly, as 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 or officer of Regeneron Pharmaceuticals, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, 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 serving 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, as amended.

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 5th day of December, 2019.

<u>/s/ Andrew J. Murphy</u> Andrew J. Murphy, Ph.D.