FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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		•				ompany Act o		1								
1. Name ar	<u>R</u>	2. Issuer Name and Ticker or Trading Symbol REGENERON PHARMACEUTICALS, INC. [ REGN ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner											
(Last) (First) (Middle) 777 OLD SAW MILL RIVER ROAD						3. Date of Earliest Transaction (Month/Day/Year) 09/21/2020									Officer below)	(give title		ther (s elow)	pecify		
(Street) TARRYTOWN NY 10591					4.1	If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person							
(City) (State) (Zip)														Form filed by More than One Reporting Person							
		Tab	le I - N	lon-Deri	vative	e Sec	urit	ies Ad	quire	d, D	isposed o	of, or Be	enefici	ally (	Owned						
Date					2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Disposed O	Acquired (A) or f (D) (Instr. 3, 4 and 5)		5)	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	rect I	7. Nature of Indirect Beneficial Ownership		
									Code V		Amount (A) or Price		Price	Reporte Transac (Instr. 3		ction(s)			(Instr. 4)		
Common	09/21/2			M <sup>(1)</sup>		3,784	A	\$371	1.4	9,	427	D									
Common	Stock			09/21/2	)		M <sup>(1)</sup>		4,960	A	\$380.95		14	,387	D						
Common	Stock			09/21/2	)		M <sup>(1)</sup>		7,830	A	\$376.69		22	,217	D						
Common	Stock			09/21/2				<b>S</b> <sup>(1)</sup>		300	D	\$543.19 <sup>(2)</sup>		21	,917	D					
Common Stock				09/21/2	)			S <sup>(1)</sup>		700	D	\$544.96 <sup>(3)</sup>		21	,217	D					
Common Stock				09/21/2	)			S <sup>(1)</sup>		800	D	\$546.01 <sup>(4)</sup>		20	,417	D					
Common Stock				09/21/2			S <sup>(1)</sup>		1,356	D	\$547.28 <sup>(5)</sup>		19	,061	D						
Common Stock				09/21/2			S <sup>(1)</sup>		3,654	D	\$548.	\$548.13 <sup>(6)</sup>		,407	D						
Common Stock				09/21/2			<b>S</b> <sup>(1)</sup>		2,600	D	\$549.	07 <sup>(7)</sup>	12	,807	D						
Common Stock				09/21/2			S <sup>(1)</sup>		1,600	D	\$550.		11	,207	D						
Common Stock					09/21/2020						1,501	D	\$551.	09(9)	9,	706	D				
Common Stock 09/21/					2020	020					513	D	\$552.01 <sup>(10)</sup>		9,193		D				
Common	Stock			09/21/2	2020	)20			S <sup>(1)</sup>		1,101	D	\$553.17 <sup>(11)</sup>		<del>  '  </del>		D				
Common	Stock			09/21/2					S <sup>(1)</sup>		899		\$554.82(12)		<u> </u>		D				
Common	Stock			09/21/2	2020	20			S <sup>(1)</sup>		1,530	D	<b>\$</b> 555.74 <sup>(13)</sup>		5,	663	D				
Common Stock 09/22/202						•			S <sup>(1)</sup>		20	D \$552.36			5,643		D				
		7	Table I								posed of converti				wned						
1. Title of Derivative Security (Instr. 3)	rivative Conversion Date Execut curity or Exercise (Month/Day/Year) if any		tion Date, Tran		action (Instr.			6. Date Exerc Expiration Da (Month/Day/\)		ate	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		De Se (In	Price of rivative curity str. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Own Forn Direct or In (I) (Ir		11. Natur of Indired Beneficia Ownersh (Instr. 4)			
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amour or Number of Shares	er							
Non- Qualified Stock Option (right to buy)	\$371.4	09/21/2020			M <sup>(1)</sup>			3,784	(14)	)	01/02/2029	Common Stock	3,784	4	\$0.0	0		D			
Non- Qualified Stock Option (right to buy)	\$376.69	09/21/2020			M <sup>(1)</sup>			7,830	(15)	)	01/03/2027	Common Stock	7,830	0	\$0.0	0		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. 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	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$380.95	09/21/2020		<b>M</b> <sup>(1)</sup>			4,960	(15)	01/02/2028	Common Stock	4,960	\$0.0	2,479	D	

## **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 300 shares of Company stock on September 21, 2020 at prices ranging from \$542.66 to \$543.48. 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 September 21, 2020 at each separate price.
- 3. Represents volume-weighted average price of sales of 700 shares of Company stock on September 21, 2020 at prices ranging from \$544.49 to \$545.37. 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 September 21, 2020 at each separate price.
- 4. Represents volume-weighted average price of sales of 800 shares of Company stock on September 21, 2020 at prices ranging from \$545.56 to \$546.53. 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 September 21, 2020 at each separate price.
- 5. Represents volume-weighted average price of sales of 1,356 shares of Company stock on September 21, 2020 at prices ranging from \$546.57 to \$547.55. 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 September 21, 2020 at each separate price.
- 6. Represents volume-weighted average price of sales of 3,654 shares of Company stock on September 21, 2020 at prices ranging from \$547.61 to \$548.59. 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 September 21, 2020 at each separate price.
- 7. Represents volume-weighted average price of sales of 2,600 shares of Company stock on September 21, 2020 at prices ranging from \$548.62 to \$549.60. 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 September 21, 2020 at each separate price.
- 8. Represents volume-weighted average price of sales of 1,600 shares of Company stock on September 21, 2020 at prices ranging from \$549.62 to \$550.52. 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 September 21, 2020 at each separate price.
- 9. Represents volume-weighted average price of sales of 1,501 shares of Company stock on September 21, 2020 at prices ranging from \$550.64 to \$551.55. 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 September 21, 2020 at each separate price.
- 10. Represents volume-weighted average price of sales of 513 shares of Company stock on September 21, 2020 at prices ranging from \$551.69 to \$552.51. 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 September 21, 2020 at each separate price.
- 11. Represents volume-weighted average price of sales of 1,101 shares of Company stock on September 21, 2020 at prices ranging from \$552.69 to \$553.59. 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 September 21, 2020 at each separate price.
- 12. Represents volume-weighted average price of sales of 899 shares of Company stock on September 21, 2020 at prices ranging from \$554.32 to \$555.22. 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 September 21, 2020 at each separate price.
- 13. Represents volume-weighted average price of sales of 1,530 shares of Company stock on September 21, 2020 at prices ranging from \$555.51 to \$556.04. 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 September 21, 2020 at each separate price.
- 14. On the date of the Issuer's first annual meeting of shareholders following the date of grant, a portion of these stock options equal to the portion of one year that has passed from the date of grant shall then become exercisable, and the remainder shall become exercisable on the first anniversary of the date of grant.
- 15. The stock option becomes exercisable in three equal annual installments, commencing one year after the date of grant.

/s/\*\*Joseph L. Goldstein 09/23/2020

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.