

SHOOTER ERIC M  
Form 5  
February 07, 2013

**FORM 5**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person \*  
SHOOTER ERIC M

2. Issuer Name and Ticker or Trading Symbol  
REGENERON  
PHARMACEUTICALS INC  
[REGN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2012

777 OLD SAW MILL RIVER ROAD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

TARRYTOWN, NY 10591

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	07/26/2012	Â	G	2,500 (1) A \$ (2) 2,500	I	GRAT self	
Common Stock	07/26/2012	Â	G	2,500 (1) A \$ (2) 2,500	I	GRAT spouse	
Common Stock	07/25/2012	Â	G	5,000 (1) D \$ (2) 0	I	by Trust (3)	

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date	Title	
Class A Stock	\$ 0 <sup>(4)</sup>	07/26/2012	Â	G	17,500 <sup>(5)</sup>	Â	Â <sup>(4)</sup>	Â <sup>(4)</sup>	Common Stock	17,500
Class A Stock	\$ 0 <sup>(4)</sup>	07/26/2012	Â	G	17,500 <sup>(5)</sup>	Â	Â <sup>(4)</sup>	Â <sup>(4)</sup>	Common Stock	17,500
Class A Stock	\$ 0 <sup>(4)</sup>	07/26/2012	Â	G	Â	35,000 <sup>(5)</sup>	Â <sup>(4)</sup>	Â <sup>(4)</sup>	Common Stock	35,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHOOTER ERIC M 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591	Â X	Â	Â	Â

## Signatures

Shooter, Ericnull                      02/06/2013  
 \*\*Signature of                      Date  
 Reporting Person

## Explanation of Responses:

- \* 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).
- (1) 5,000 shares of Class A Stock were distributed by the Shooter Family Trust in equal amounts to each of the reporting person and his spouse, the beneficiaries of the Shooter Family Trust. Upon receipt of such shares, each of the reporting person and his spouse contributed such shares to a grantor retained annuity trust for the benefit of such person and the remaindermen, an adult child and her children.
  - (2) Exercisable date, exercise date, exercise price, purchase price, sales price, and/or expiration date is/are not applicable in this case.
  - (3) The reporting person and his spouse are co-trustees and beneficiaries of the Shooter Family Trust.
  - (4) Class A Stock of Regeneron Pharmaceuticals, Inc. ("Regeneron") converts to Common Stock of Regeneron on a one-to-one basis upon certain events.

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- (5) 35,000 shares of Class A Stock were distributed by the Shooter Family Trust in equal amounts to each of the reporting person and his spouse, the beneficiaries of the Shooter Family Trust. Upon receipt of such shares, each of the reporting person and his spouse contributed such shares to a grantor retained annuity trust for the benefit of such person and the remaindermen, an adult child and her children.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.