

GILMAN ALFRED G  
 Form 4  
 January 10, 2006

**FORM 4**

**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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GILMAN ALFRED G**

(Last) (First) (Middle)

777 OLD SAW MILL RIVER ROAD

(Street)

TARRYTOWN, NY 10591

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
 01/06/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
Common Stock	01/06/2006		M		100	A	\$ 12	12,075	D
Common Stock	01/06/2006		S		100	D	\$ 16.33	11,975	D
Common Stock	01/06/2006		M		200	A	\$ 12	12,175	D
Common Stock	01/06/2006		S		200	D	\$ 16.45	11,975	D
	01/06/2006		M		100	A	\$ 12	12,075	D

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Common  
Stock

Common Stock	01/06/2006	S	100	D	\$ 16.39	11,975	D
Common Stock	01/06/2006	M	500	A	\$ 12	12,475	D
Common Stock	01/06/2006	S	500	D	\$ 16.5	11,975	D

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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006		M	69	<u>(1)</u> 03/01/2006	Common Stock	69	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006		M	100	<u>(1)</u> 03/01/2006	Common Stock	100	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006		M	100	<u>(1)</u> 03/01/2006	Common Stock	100	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006		M	100	<u>(1)</u> 03/01/2006	Common Stock	100	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006		M	900	<u>(1)</u> 03/01/2006	Common Stock	900	
	\$ 12	01/06/2006		M	800	<u>(1)</u> 03/01/2006		800	

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Non-Qualified Stock Option (right to buy)								Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	100	<u>(1)</u>	03/01/2006	Common Stock	100	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	100	<u>(1)</u>	03/01/2006	Common Stock	100	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	100	<u>(1)</u>	03/01/2006	Common Stock	100	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	100	<u>(1)</u>	03/01/2006	Common Stock	100	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	3,400	<u>(1)</u>	03/01/2006	Common Stock	3,400	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	500	<u>(1)</u>	03/01/2006	Common Stock	500	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	2,100	<u>(1)</u>	03/01/2006	Common Stock	2,100	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	131	<u>(1)</u>	03/01/2006	Common Stock	131	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	500	<u>(1)</u>	03/01/2006	Common Stock	500	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	100	<u>(1)</u>	03/01/2006	Common Stock	100	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	200	<u>(1)</u>	03/01/2006	Common Stock	200	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	100	<u>(1)</u>	03/01/2006	Common Stock	100	
Non-Qualified Stock Option (right to buy)	\$ 12	01/06/2006	M	500	<u>(1)</u>	03/01/2006	Common Stock	500	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GILMAN ALFRED G 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591		X		

## Signatures

/s/\*\* Alfred G.

Gilman

01/10/2006

\_\_Signature of  
Reporting Person

Date

## 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) Exercisable date, exercise date, exercise price, purchase price, sales price, and/or expiration date is not applicable in this case.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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