

Edgar Filing: REGENERON PHARMACEUTICALS INC - Form SC 13G/A

REGENERON PHARMACEUTICALS INC
Form SC 13G/A
February 08, 2013

SCHEDULE 13G

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant to Rule 13d-1(b), (c)
and (d) and Amendments Thereto Filed Pursuant to Rule 13d-2.

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

Regeneron Pharmaceuticals, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

75886F107

(CUSIP Number)

December 31, 2012

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule
is filed:

☒ Rule 13d-1(b)

☐ Rule 13d-1(c)

☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's
initial filing on this form with respect to the subject class of securities,
and for any subsequent amendment containing information which would alter the
disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be
deemed to be "filed" for the purpose of Section 18 of the Securities Exchange
Act of 1934 ("Act") or otherwise subject to the liabilities of that section of
the Act but shall be subject to all other provisions of the Act (however, see
the Notes).

Edgar Filing: REGENERON PHARMACEUTICALS INC - Form SC 13G/A

CUSIP No. 75886F107

13G

1 NAME OF REPORTING PERSON

Artisan Partners Holdings LP

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(see Instructions)

(a) ☐

(b) ☐

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

None

6 SHARED VOTING POWER

2,981,913

7 SOLE DISPOSITIVE POWER

None

8 SHARED DISPOSITIVE POWER

3,119,564

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,119,564

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(see Instructions)

☐

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.3%

12 TYPE OF REPORTING PERSON
(see Instructions)

HC

Page 2 of 16

CUSIP No. 75886F107

13G

Edgar Filing: REGENERON PHARMACEUTICALS INC - Form SC 13G/A

1 NAME OF REPORTING PERSON

Artisan Investment Corporation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(see Instructions)

(a) ☐

(b) ☐

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Wisconsin

5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

None

6 SHARED VOTING POWER

2,981,913

7 SOLE DISPOSITIVE POWER

None

8 SHARED DISPOSITIVE POWER

3,119,564

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,119,564

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(see Instructions)

☐

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.3%

12 TYPE OF REPORTING PERSON
(see Instructions)

HC

Page 3 of 16

CUSIP No. 75886F107

13G

1 NAME OF REPORTING PERSON

Edgar Filing: REGENERON PHARMACEUTICALS INC - Form SC 13G/A

Artisan Partners Limited Partnership

- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(see Instructions)

(a) ☐

(b) ☐

Not Applicable

- 3 SEC USE ONLY

- 4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

- 5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

None

- 6 SHARED VOTING POWER

2,981,913

- 7 SOLE DISPOSITIVE POWER

None

- 8 SHARED DISPOSITIVE POWER

3,119,564

- 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,119,564

- 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(see Instructions)

☐

Not Applicable

- 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.3%

- 12 TYPE OF REPORTING PERSON
(see Instructions)

IA

Page 4 of 16

CUSIP No. 75886F107

13G

- 1 NAME OF REPORTING PERSON

Artisan Investments GP LLC

Edgar Filing: REGENERON PHARMACEUTICALS INC - Form SC 13G/A

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(see Instructions)

(a) ☐

(b) ☐

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

None

6 SHARED VOTING POWER

2,981,913

7 SOLE DISPOSITIVE POWER

None

8 SHARED DISPOSITIVE POWER

3,119,564

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,119,564

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(see Instructions)

☐

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.3%

12 TYPE OF REPORTING PERSON
(see Instructions)

HC

Page 5 of 16

CUSIP No. 75886F107

13G

1 NAME OF REPORTING PERSON

ZFIC, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

Edgar Filing: REGENERON PHARMACEUTICALS INC - Form SC 13G/A

(see Instructions)

(a) ☐

(b) ☐

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Wisconsin

5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

None

6 SHARED VOTING POWER

2,981,913

7 SOLE DISPOSITIVE POWER

None

8 SHARED DISPOSITIVE POWER

3,119,564

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,119,564

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(see Instructions)

☐

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.3%

12 TYPE OF REPORTING PERSON
(see Instructions)

HC

Page 6 of 16

CUSIP No. 75886F107

13G

1 NAME OF REPORTING PERSON

Andrew A. Ziegler

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(see Instructions)

(a) ☐

(b) ☐

Edgar Filing: REGENERON PHARMACEUTICALS INC - Form SC 13G/A

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

None

6 SHARED VOTING POWER

2,981,913

7 SOLE DISPOSITIVE POWER

None

8 SHARED DISPOSITIVE POWER

3,119,564

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,119,564

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(see Instructions)

☐

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.3%

12 TYPE OF REPORTING PERSON
(see Instructions)

IN

Page 7 of 16

CUSIP No. 75886F107

13G

1 NAME OF REPORTING PERSON

Carlene M. Ziegler

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(see Instructions)

(a) ☐

(b) ☐

Not Applicable

Edgar Filing: REGENERON PHARMACEUTICALS INC - Form SC 13G/A

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

5 SOLE VOTING POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

None

6 SHARED VOTING POWER

2,981,913

7 SOLE DISPOSITIVE POWER

None

8 SHARED DISPOSITIVE POWER

3,119,564

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,119,564

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(see Instructions)

☐

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

3.3%

12 TYPE OF REPORTING PERSON
(see Instructions)

IN

Page 8 of 16

Item 1(a) Name of Issuer:

Regeneron Pharmaceuticals, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

777 Old Saw Mill River Road, Tarrytown, NY 10591

Item 2(a) Name of Person Filing:

Artisan Partners Holdings LP ("Artisan Holdings")
Artisan Investment Corporation, the general partner of
Artisan Holdings ("Artisan Corp.")
Artisan Partners Limited Partnership ("Artisan Partners")

Edgar Filing: REGENERON PHARMACEUTICALS INC - Form SC 13G/A

Artisan Investments GP LLC, the general partner of
Artisan Partners ("Artisan Investments")
ZFIC, Inc., the sole stockholder of Artisan Corp. ("ZFIC")
Andrew A. Ziegler
Carlene M. Ziegler

Item 2(b) Address of Principal Business Office:

Artisan Holdings, Artisan Corp., Artisan Partners, Artisan
Investments, ZFIC,
Mr. Ziegler and Ms. Ziegler are all located at:

875 East Wisconsin Avenue, Suite 800
Milwaukee, WI 53202

Item 2(c) Citizenship:

Artisan Holdings is a Delaware limited partnership
Artisan Corp. is a Wisconsin corporation
Artisan Partners is a Delaware limited partnership
Artisan Investments is a Delaware limited liability company
ZFIC is a Wisconsin corporation
Mr. Ziegler and Ms. Ziegler are U.S. citizens

Item 2(d) Title of Class of Securities:

Common Stock

Item 2(e) CUSIP Number:

75886F107

Item 3 Type of Person:

(e) Artisan Partners is an investment adviser registered under
section 203 of the Investment Advisers Act of 1940; Artisan
Holdings is the sole limited partner of Artisan Partners; Artisan
Investments is the general partner of Artisan Partners; Artisan
Corp is the general partner of Artisan Holdings; ZFIC is the sole
stockholder of Artisan Corp.; Mr. Ziegler and Ms. Ziegler are the
principal stockholders of ZFIC.

Page 9 of 16

Item 4 Ownership (at December 31, 2012):

(a) Amount owned "beneficially" within the meaning of rule 13d-3:

3,119,564

(b) Percent of class:

3.3% (based on 94,470,885 shares outstanding as of
October 12, 2012)

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

None

Edgar Filing: REGENERON PHARMACEUTICALS INC - Form SC 13G/A

(ii) shared power to vote or to direct the vote:

2,981,913

(iii) sole power to dispose or to direct the disposition of:

None

(iv) shared power to dispose or to direct the disposition of:

3,119,564

Item 5 Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

Not Applicable

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

Not Applicable

Item 8 Identification and Classification of Members of the Group:

Not Applicable

Item 9 Notice of Dissolution of Group:

Not Applicable

Item 10 Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Page 10 of 16

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 8, 2013

ARTISAN INVESTMENT CORPORATION,

Edgar Filing: REGENERON PHARMACEUTICALS INC - Form SC 13G/A

for itself and as the general partner of
ARTISAN PARTNERS HOLDINGS LP

By: Gregory K. Ramirez*

ARTISAN INVESTMENTS GP LLC,
for itself and as the general partner of
ARTISAN PARTNERS LIMITED PARTNERSHIP

By: Gregory K. Ramirez*

ZFIC, INC.

By: Gregory K. Ramirez*

ANDREW A. ZIEGLER

Andrew A. Ziegler*

CARLENE M. ZIEGLER

Carlene M. Ziegler*

*By: /s/ Gregory K. Ramirez

Gregory K. Ramirez
Senior Vice President - Chief
Accounting Officer & Assistant
Treasurer of Artisan Investment
Corporation
Vice President of Artisan
Investments GP LLC
Attorney-in-Fact for ZFIC, Inc.
Attorney-in-Fact for Andrew A.
Ziegler
Attorney-in-Fact for Carlene M.
Ziegler

Page 11 of 16

Exhibit Index

- | | |
|-----------|--|
| Exhibit 1 | Joint Filing Agreement dated February 8, 2013 by and among
Artisan Partners Holdings LP, Artisan Investment Corporation,
Artisan Partners Limited Partnership, Artisan Investments GP LLC,
ZFIC, Inc., Andrew A. Ziegler and Carlene M. Ziegler |
| Exhibit 2 | Power of Attorney of ZFIC, Inc., dated August 31, 2012 |
| Exhibit 3 | Power of Attorney of Andrew A. Ziegler dated August 31, 2012 |
| Exhibit 4 | Power of Attorney of Carlene M. Ziegler dated August 31, 2012 |

Page 12 of 16

EXHIBIT 1

JOINT FILING AGREEMENT

The undersigned hereby agree to the joint filing of the Schedule 13G to which this Agreement is attached.

Dated: February 8, 2013

ARTISAN INVESTMENT CORPORATION,
for itself and as the general partner of
ARTISAN PARTNERS HOLDINGS LP

By: Gregory K. Ramirez*

ARTISAN INVESTMENTS GP LLC,
for itself and as the general partner of
ARTISAN PARTNERS LIMITED PARTNERSHIP

By: Gregory K. Ramirez*

ZFIC, INC.

By: Gregory K. Ramirez*

ANDREW A. ZIEGLER

Andrew A. Ziegler*

CARLENE M. ZIEGLER

Carlene M. Ziegler*

*By: /s/ Gregory K. Ramirez

Gregory K. Ramirez
Senior Vice President - Chief
Accounting Officer & Assistant
Treasurer of Artisan Investment
Corporation
Vice President of Artisan
Investments GP LLC
Attorney-in-Fact for ZFIC, Inc.
Attorney-in-Fact for Andrew A.
Ziegler
Attorney-in-Fact for Carlene M.
Ziegler

Page 13 of 16

EXHIBIT 2

POWER OF ATTORNEY

