

REGENERON PHARMACEUTICALS INC

Form SC 13D/A

February 11, 2004

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934*
(Amendment No. 6)

Regeneron Pharmaceuticals, Inc.

(Name of The Company)

Common Stock (Par Value \$ 0.001 Per Share)

(Title of Class of Securities)

75886F 10 7

(CUSIP Number)

Chris Walther

The Procter & Gamble Company
One Procter & Gamble Plaza
Cincinnati, OH 45202-3315
(513) 983-4463
(Name, Address and Telephone Number of Persons Authorized
to Receive Notices and Communications)

June 10, 2003

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box ☐.

*The remainder of this cover page will 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 disclosures provided in a prior cover page.

The information required on the remainder of this cover page will 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 will be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

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CUSIP No. 75886F 10 7

1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
The Procter & Gamble Company
Identification Number 31-0411980

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) ☐ ☐
(b) ☐ ☐

3 SEC USE ONLY

4 SOURCE OF FUNDS

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT
TO ITEMS 2(d) or 2(e) ☐ ☐

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Ohio

| | |
|--------------|-----------------------------|
| 7 | SOLE VOTING POWER |
| NUMBER OF | 0 |
| SHARES | |
| BENEFICIALLY | 8 SHARED VOTING POWER |
| OWNED BY | 573,630 |
| EACH | 9 SOLE DISPOSITIVE POWER |
| REPORTING | 0 |
| PERSON | 10 SHARED DISPOSITIVE POWER |
| | 573,630 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
573,630

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
☐ ☐

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
1.1%

14 TYPE OF REPORTING PERSON
CO

SCHEDULE 13D

CUSIP No. 75886F 10 7

1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Procter & Gamble Pharmaceuticals, Inc.

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Identification Number 31-1209457

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐

(b) ☐

3 SEC USE ONLY

4 SOURCE OF FUNDS

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT
TO ITEMS 2(d) or 2(e) ☐

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Ohio

7 SOLE VOTING POWER

NUMBER OF

0

SHARES

8 SHARED VOTING POWER

OWNED BY

573,630

9 SOLE DISPOSITIVE POWER

EACH

REPORTING

0

PERSON

10 SHARED DISPOSITIVE POWER

573,630

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

573,630

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

☐

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

1.1%

14 TYPE OF REPORTING PERSON

CO

ITEM 1. SECURITY AND ISSUER.

This Amendment No. 6 ("Amendment No. 6") to the Statement on Schedule 13D (the Statement as so amended, the "Statement") relates to the Common Stock, par value \$.001 per share (the "Common Stock") of Regeneron Pharmaceuticals, Inc., a New York corporation (the "Company"). The principal executive offices of the Company are at 777 Old Saw Mill Road, Tarrytown, NY 10591.

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ITEM 2. IDENTITY AND BACKGROUND.

-
- (a) Name: The Procter & Gamble Company
State of Incorporation: Ohio
Principal Business: Manufacture and marketing of consumer products
Address of Principal Business: One Procter & Gamble Plaza
Cincinnati, Ohio 45202
Name: Procter & Gamble Pharmaceuticals, Inc.
State of Incorporation: Ohio
Principal Business: Manufacture and marketing of pharmaceutical products
Address of Principal Business: same

The Procter & Gamble Company ("P&G") and Procter & Gamble Pharmaceuticals, Inc. ("P&G Pharmaceuticals") are hereinafter referred to collectively as the "Reporting Persons".

- (b) Not applicable
(c) Not applicable
(d) Not applicable
(e) Not applicable
(f) Not applicable

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

Not applicable

ITEM 4. PURPOSE OF TRANSACTION.

(a) Item 4(a) of the Statement is hereby amended as follows:
Between November 20, 2001 and June 10, 2003, P&G Pharmaceuticals conducted open market sales of the Company's Common Stock (the "Sales") on the dates and in the amounts set forth in Exhibit 1 hereto (the "Schedule of Sales").

- (b) None
(c) None
(d) None
(e) None
(f) None
(g) None
(h) None
(i) None
(j) None

ITEM 5. INTERESTS IN SECURITIES OF THE COMPANY.

(a) After giving effect to the Sales, the Reporting Person beneficially owns 573,630 shares of Common Stock, representing 1.1% of the total shares of Common Stock based upon the total number shares of Common Stock outstanding reported in the Company's Form 10-Q filed on November 12, 2003. Because the Reporting Persons beneficially owns less than five percent of the total shares of Common Stock outstanding, this amendment constitutes

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the final amendment to the Statement with respect to the Reporting Persons.

(b) The Reporting Persons share the power to vote or direct the vote and to dispose or to direct the disposition of the shares of Common Stock beneficially owned by such Reporting Person as indicated above.

(c) See Item 4(a) for information responsive to this item.

(d) Not applicable.

(e) The Reporting Persons ceased to be the beneficial owners of five percent of the Company's Common Stock on August 23, 2002. As such, following the date of the filing of this Amendment No. 6, the Reporting Persons will no longer report their ownership interest in the Common Stock of the Company unless and until the Reporting Persons would be required to do so pursuant to Rule 13d-1(a).

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS
WITH RESPECT TO SECURITIES OF THE COMPANY.

Not applicable

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

The following documents are filed as Exhibits:

Exhibit 1: Schedule of Sales

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.

February 11, 2004

THE PROCTER & GAMBLE COMPANY

By: /s/ Chris Walther

Name: Chris Walther
Title: Assistant Secretary

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.

February 11, 2004

PROCTER & GAMBLE PHARMACEUTICALS, INC.

By: /s/ Chris Walther

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Name: Chris Walther
Title: Assistant Secretary

EXHIBIT 1

Schedule of Sales

| Date of Sale ----- | Number of shares sold ----- | Price per Share (\$) ----- | Where and How Transaction ----- |
|-----------------------|--------------------------------|-------------------------------|------------------------------------|
| April 16, 2002 | 40,000 | 24.12 | Dealer Transaction on the |
| April, 17, 2002 | 3,000 | 24.18 | Dealer Transaction on the |
| April 19, 2002 | 10,500 | 24.00 | Dealer Transaction on the |
| July 31, 2002 | 50,000 | 17.56 | Dealer Transaction on the |
| August 9, 2002 | 36,000 | 17.02 | Dealer Transaction on the |
| August 15, 2002 | 61,500 | 17.09 | Dealer Transaction on the |
| August 16, 2002 | 44,500 | 17.01 | Dealer Transaction on the |
| August 22, 2002 | 100,000 | 17.36 | Dealer Transaction on the |
| August 23, 2002 | 58,500 | 17.00 | Dealer Transaction on the |
| October 3, 2002 | 3,650 | 15.03 | Dealer Transaction on the |
| December 10, 2002 | 40,000 | 20.42 | Dealer Transaction on the |
| June 4, 2003 | 183,300 | 14.52 | Dealer Transaction on the |
| June 5, 2003 | 275,500 | 15.10 | Dealer Transaction on the |
| June 6, 2003 | 243,550 | 15.94 | Dealer Transaction on the |
| June 9, 2003 | 571,667 | 16.11 | Dealer Transaction on the |
| June 10, 2003 | 367,208 | 16.26 | Dealer Transaction on the |