"Our ambition is to become a diversified global healthcare leader, focused on patients' needs"
Contents

02 Sanofi-aventis Profile
03 Chairman’s Message | Jean-François Dehecq
04 Vision of the Chief Executive Officer | Christopher Viehbacher
08 Corporate Governance
10 2008 Performance | Results: better than forecast

12 Transformation
14 A new model for Research and Development
16 Partnerships: sourcing skills and discoveries
18 New platforms for growth
20 A dynamic industrial tool serving Group strategy
22 Taking action, providing all patients with access to treatment
24 Skills and diversity, our worldwide assets

26 Products & Presence
28 Achieving and consolidating leadership
30 Diabetes: our ambition is to provide solutions for a global threat
32 Thrombotic and cardiovascular diseases: targeting risk and mortality reduction
34 Central Nervous System: leveraging expertise to drive innovation
Internal medicine, fighting a variety of frequently-contracted disorders
36 Sanofi-aventis, a major force in the fight against cancer
38 Vaccines, a fundamental public health issue

40 Ethics & Responsibility
42 Performing responsibly
44 Taking action, working for those in need
SANOFI-AVENTIS PROFILE

• 2008 sales: €27.6 billion

• A broad portfolio of pharmaceutical products: prescription medicines, consumer healthcare (OTC) and generics

• World leader in vaccines\(^{(1)}\)

• Presence across both traditional and emerging markets

• Nearly 100,000 employees in over 100 countries

Focused on patients’ needs, sanofi-aventis offers a range of essential healthcare assets, including a broad-based product portfolio and a presence worldwide. Sanofi-aventis products and services are centered on patients. Our ambition: to become a diversified global healthcare leader. Sanofi-aventis strategy is built around three priorities to reach its goals and ensure sustainable growth:

• increasing innovation in Research and Development,
• adapting Group structures to future challenges,
• seizing external growth opportunities.

\(^{(1)}\) Market share from sanofi pasteur internal estimates at end December 2008 based on a global presence, including 50% of sales from the Sanofi Pasteur MSD joint venture.
In response to worldwide changes in the pharmaceutical industry, the major players are radically modifying their strategy. Your Board of Directors has recommended a strategy which is structured around three major areas:

- Researching for major innovative products, which remains one of the essential growth drivers and must be better adapted to the new regulatory and economic constraints of the market.
- Building on the Group’s strong positions in those therapeutic areas and markets providing growth.
- Developing other business activities in the fields of medicine and healthcare.

In this context, your Board of Directors decided to reorganize Group Management, by entrusting the implementation of this strategy to someone who could pursue it in the long term. Christopher Viehbacher was appointed Chief Executive Officer of the Group as from December 1st, 2008.

The 2008 results once again showed that sanofi-aventis teams are capable of meeting the new challenges facing this industry in a more difficult context. The commitment, the energy and the talent of all the people who make up your Group will allow us to meet the challenges of tomorrow. I thank them on your behalf.

Jean-François Dehecq,
Chairman of the Board of Directors
Chris Viehbacher, you made headline news in 2008 when you were appointed as the Chief Executive Officer of sanofi-aventis. What have you learned about the Group since your appointment as CEO?

I’ve discovered very solid foundations and many under-appreciated assets that I want to talk about. Most of our competitors say they want to reduce their reliance on small molecules in the developed world. We’ve already done this. If you look at the geographic breakdown of our sales, around a third is generated in North America, slightly more than 40% in Europe and a quarter in other countries. We are already the leader in emerging Europe and a quarter in other countries.

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Our strong financial position is another key asset in a time of global economic crisis. We have a strong cash flow, giving us the strategic flexibility to find and seize new growth opportunities. Sanofi-aventis is well equipped to face the future.

How do you evaluate sanofi-aventis’ global performance in 2008?

2008 was an exceptional year in many ways. Sales in all our business activities showed strong growth. Our key products, such as Lantus®, Plavix®, Lovenox®, and our pediatric range of vaccines all achieved double-digit growth.

The Group’s adjusted earnings per share excluding selected items were up 11% (at constant dollar exchange rates), putting us in the top tier of the industry. In emerging markets, we have reached sustained levels of growth. Japan, a strategic market for us, proved extremely dynamic thanks to the performance of Plavix®, Lovenox® and Myslee®.

The 2008 launch of Pentace® in the United States was an outstanding success, as our team managed to reach 50% market share in just a few months – a remarkable performance.

Turning to the future, how do you intend to improve R&D productivity?

The pharmaceutical industry as a whole has long been concerned about the capacity of R&D to bring innovations to market on a regular basis. I’ve asked our R&D teams to think about five aspects of this vital issue so we can build a sanofi-aventis innovation model.

First, we need to see things from the patient’s point of view when we select medicines for development. Today, customers have a wide choice of treatments. So every new medicine must bring real added value.

This also means involving sales teams who know the patients, the healthcare professionals, and the health authorities who manage public expenditure.

Second, we’re conducting a thorough review of our product portfolio, to be followed by the implementation of an internal decision-making process to ensure that everyone involved has a shared commitment, approval and support for the projects selected.

Third, we are addressing our organization’s capacity for creativity and innovation. How can we create an innovative, dynamic and open company, curious about what is happening in the scientific world beyond our walls? To do this, we must give priority to the human dimension, a key element in successful R&D.

Fourth, we need to be at the forefront of developing technologies, including nanotechnologies, bio-markers, and so on. How can we make the right choices and partnerships? To do this, we are building a clear strategy with the support of Dr Elias Zerhouni, a renowned scientist and former Director of the National Institutes of Health in the United States, who has considerable international experience and who has agreed to act as my Scientific Advisor.

Lastly, how can we open up to the world? We cannot restrict innovation to what we do inside sanofi-aventis. There are 6,000 biotechnology firms worldwide; universities in every country, as well as research centers and specialist pharmaceutical companies. We must be able to tap into the best scientific discoveries wherever they occur and bring them on board to develop and diversify our products. Dr Zerhouni will also advise us in this area.

KEY FIGURE

BIOPHARMACEUTICAL PRODUCTS ACCOUNT FOR

30% OF OUR SALES
You have said that you intend to diversify. Why?
The first reason is that our core business – pharmaceuticals – is faced with several patent protection expiries in the years ahead, and our new medicines in development will not completely counterbalance this. So, in addition to our pharmaceutical business and our R&D, which will remain sanofi-aventis’ core activity, we want to develop sustainable growth platforms in protected areas such as vaccines, consumer healthcare (OTC) products, branded generics and even medical devices. The second reason for this diversification is quite simply the wide variations in healthcare demand throughout the world. We are going to start from patients’ needs and ask ourselves: “How can we help them?” This means that prevention, treatment and services are all areas that will vary from one region to another.

What is your acquisition strategy?

Our acquisitions policy is based on discipline and value creation. We must first focus on internal growth to expand our business activities. The vaccines market in Asia, for example, is a tremendous source of potential growth. Then, as I have said, we are going to develop new growth areas, such as consumer healthcare products, which is a market where we could be far more active than we are today.

This will involve acquiring companies which are already operational, enabling us to develop in targeted new sectors or markets. So we are looking at opportunities that will help us transform into a more diversified healthcare company. To achieve this objective, we have some of the best financial resources in the industry. We have few debts and we also have €4 billion in cash flow.

Your base business makes a substantial contribution to your sales. What are your plans for this activity?

This is an €8 billion business, with a wide range of products. Some are tail products, giving a maximum contribution before the end of their life cycle. Others are real diamonds, local stars with a very high growth potential in their markets due to specific competitive advantages, favorable reimbursement conditions, or even cultural factors. There are also branded products that are sold without prescription – “over the counter” – concentrated in just five or six markets, which we could commercialize in other countries.

We operate in the generics market with Winthrop, which has recognized business expertise, and we finalized the acquisition of Zentiva in early 2009. Our strategy for the base business is to optimize wherever possible by making targeted investments in business activities with maximum growth potential.

What role do you expect emerging markets to play in the company’s future growth?

When economies grow, there is an increased demand for healthcare. We are well aware that, in many countries with high growth rates, we only partly meet their needs. We must pay more attention to global public health issues. Sanofi-aventis is extremely well positioned here. We are already a leader in the emerging markets, and we must do our utmost to stay ahead.

And finally, what is your vision for sanofi-aventis?

We aim to become a global healthcare company. In the past, we started with a compound or technology that met a medical need and then determined the market, like others in our industry. Today, I want us to say: “There are six billion people on the planet that could one day become our customers. How can we help them? What can we do to answer public health challenges competently and profitably?” That is why we must be open to different healthcare options worldwide and not just stay focused on our traditional pharmaceuticals. When we talk about healthcare, we’re talking about helping people. That’s my vision of our business.
The Company’s approach to corporate governance is based on the Afep-Medef code of corporate governance for listed companies in France published in December 2008 and available on the websites of Medef (www.medef.fr) and sanofi-aventis (www.sanofi-aventis.com).

Since January 1, 2007, the roles of Chairman and Chief Executive Officer have been separated to ensure that the succession of the Company’s General Management can be organized seamlessly in line with the corporate culture.

On September 10, 2008, the Board of Directors decided to replace the Group’s General Management to implement a new strategy. The Board therefore appointed Christopher Viehbacher as Chief Executive Officer to replace Gérard Le Fur as of December 1, 2008.

The Chairman represents the Board of Directors, organizes and directs the Board’s activities, and reports these at the General Shareholders’ meeting. He ensures that the bodies he chairs, the Board of Directors and the General Shareholders’ meeting, carry out their duties in an appropriate manner.

The Chief Executive Officer heads the Company and acts as its representative with respect to third parties. He enjoys extensive powers to act in the name of the Company.

Sanofi-aventis is managed by a Board of Directors of sixteen members, eight of whom are independent. The General Shareholders’ meeting held on May 14, 2008 appointed four new Board members and reappointed nine others. The terms of office have been rotated so that three new members will join the Board each year between 2010 and 2012. Jean-François Deheqz is Chairman of the Board of Directors. Subject to the authority expressly reserved by law to the shareholders meetings and within the scope of the corporate objects, the Board of Directors deals with and takes decisions upon all issues relating to the proper management of the Company and other matters concerning the Board.

The Committees

Four committees assist the Board in its deliberations and decision-making.

The Audit Committee

The Audit Committee comprises four independent Directors, two of whom qualify as financial experts under the Sarbanes-Oxley Act. The Committee’s task is to continuously assess the existence and effectiveness of the company’s financial control and risk control procedures.

Members:
Klaus Pohle (Chairman),
Jean-Marc Bruel, Robert Castaigne and Gérard Van Kemmel.

On April 29, 2008 the Board of Directors decided to split the Compensation, Appointments and Governance Committee into two separate Committees: the Compensation Committee, and the Appointments and Governance Committee.

The Compensation Committee

The Compensation Committee comprises five Board members, three of whom are independent. It is tasked to make recommendations and proposals on the various forms of compensation to corporate officers.

Members:
Gérard Van Kemmel (Chairman),
Thierry Desmarez, Jean-René Fourtou, Claude Haigné, Lindsay Owen-Jones and Gunter Thelen.

The Appointments and Governance Committee

The Appointments and Governance Committee comprises seven Board members, four of whom are independent. They are tasked to make recommendations to the Board about potential appointments of Board members or corporate officers, prepare the rules of corporate governance that apply to the Company and to monitor their implementation.

Members:
Jean-François Deheqz (Chairman),
Thierry Desmarez, Lord Douro, Jean-René Fourtou, Claudie Haigné, Lindsay Owen-Jones and Gérard Van Kemmel.

The Strategy Committee

The Strategy Committee was set up on February 11, 2008 with a remit to analyze possible strategic directions for the Company and to prepare the Board’s work on these issues.

Members:
Jean-François Deheqz (Chairman),
Christopher Viehbacher, Uwe Bicker, Thierry Desmarez, Jean-René Fourtou and Lindsay Owen-Jones.

For more information:
Form 20-F
www.sanofi-aventis.com

Members of the executive committee are also members of the Management Committee.

CHRISTOPHER VIEHBACHER
Chief Executive Officer

JÉRÔME CONTAMINE
Executive Vice President,
Chief Financial Officer

HANS-PETER SPEK
Executive Vice President, Pharmaceutical Operations

SPOTCLUZEL
Senior Vice President, Research and Development

LAURENCE DEBROUX
Senior Vice President, Human Resources

KAREN LINEHAN
Senior Vice President, Legal Affairs and General Counsel

PHILIPPE LUSCAN
Senior Vice President, Industrial Affairs

ANNUAL REVIEW 2008 | SANOFI-AVENTIS 19

THE EXECUTIVE COMMITTEE*
2008 PERFORMANCE

2008 results: better than forecast

Sanofi-aventis achieved growth of 11.2% in adjusted net earnings per share (EPS), excluding selected items at constant euro/dollar parity. This was higher than the forecast estimates of around 9%. This positive performance was particularly supported by good results on several major products, including Lantus® (+27.7%), Taxotere® (+13.2%), Lovenox® (+10.6%), Plavix® (+10.5%), Aprovel® (+14.2%) and the Vaccines business, which rose by 9.6% (2). Pentax® was successfully launched in the United States and requests for marketing approval for two innovative compounds, dronedarone (Multaq®) and eplivanserin (Ciltyri®), were filed in the United States and Europe. The Group’s growth is close to the global market trend. In 2008, sanofi-aventis returned to positive growth, outperforming the market in the United States, mainly due to Lantus® and Taxotere®.

Sales also reached double-digit growth in emerging countries. Japan performed particularly well, with growth of 18.5%, driven by the success of Plavix® and Myslee®. During the year, sanofi-aventis continued to improve its operational ratios and reduced its net debt to 1.8 billion euros. The Group intends to continue with the transformation of its organizational operating model introduced in 2008, with the ambition of becoming a diversified global healthcare leader.

For more information:
Shareholder handbook and Form 20-F
www.sanofi-aventis.com

€27,568 million
SANOFI-AVENTIS CONSOLIDATED SALES IN 2008

Pharmaceuticals
Total 2008 pharmaceutical sales reached 24,707 million euros, a rise of 3.1% (3).

<table>
<thead>
<tr>
<th>Products</th>
<th>2008 Sales (in millions of euros)</th>
<th>Change on a comparable basis</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lovenox®</td>
<td>2,738</td>
<td>+10.6%</td>
</tr>
<tr>
<td>Plavix®</td>
<td>2,616</td>
<td>+10.5%</td>
</tr>
<tr>
<td>Lantus®</td>
<td>2,450</td>
<td>+27.7%</td>
</tr>
<tr>
<td>Taxotere®</td>
<td>2,033</td>
<td>+13.2%</td>
</tr>
<tr>
<td>Eloxatine®</td>
<td>1,348</td>
<td>-5.7%</td>
</tr>
<tr>
<td>Aprovel®</td>
<td>1,202</td>
<td>+14.2%</td>
</tr>
</tbody>
</table>

Human vaccines
2008 sales in human vaccines totaled 2,861 million euros, up 9.6% (1).

<table>
<thead>
<tr>
<th>Products</th>
<th>2008 Sales (in millions of euros)</th>
<th>Change on a comparable basis</th>
</tr>
</thead>
<tbody>
<tr>
<td>Polio/Parussis/Hib Vaccines</td>
<td>768</td>
<td>+21.9%</td>
</tr>
<tr>
<td>Flu Vaccines*</td>
<td>736</td>
<td>+1.5%</td>
</tr>
<tr>
<td>Meningitis/ Pneumonia Vaccines</td>
<td>472</td>
<td>+7.0%</td>
</tr>
<tr>
<td>Adult Booster Vaccines</td>
<td>399</td>
<td>+8.1%</td>
</tr>
<tr>
<td>Travel and Other Endemic Vaccines</td>
<td>309</td>
<td>-1.6%</td>
</tr>
</tbody>
</table>

* Seasonal influenza and pandemic vaccines.

(1) Adjusted earnings per share (EPS) is a specific financial indicator, which the Group defines as adjusted net income divided by the weighted average number of shares outstanding. For more details on the selected items, see the Form 20-F, page 68, Item 5: Operating and Financial Review and Prospects – Sources of Revenues and Expenses – Adjusted Net Income.
(2) Changes in sales figures are given on a comparable basis, i.e. excluding the impact of variations in exchange rate and modifications of Group structure (including acquisitions or divestments of capital holdings, acquisitions or divestments of product rights and changes in consolidation methods).
(3) See note (2) on page 10.
Transformation

Our ambition is to become a diversified global healthcare leader.
A number of other compounds and vaccines entered Phases IIa, IIb or III of clinical development. Within Phase III, there is the IMOJEV™ vaccine for Japanese encephalitis and the micro-injection flu vaccine. The FAAH inhibitor (SSR411298) is in development in breast cancer patients requiring hormonal withdrawal. The Phase III AVE5026 program in pancreatic and bladder cancers, a development in breast cancer.

Deciding where to optimize a number of projects has been refocused. For example, Larotaxel (XRP9881) will continue to be developed as a second-line treatment for pancreatic and bladder cancers, but its development in breast cancer has been stopped. The development of cabazitaxel (XRP6258) in the treatment of prostate cancer will continue, while the focus on metastatic breast cancer has been stopped. The Phase III AVE5026 program on preventing deep vein thromboembolic incidents will continue in areas where oral administration is considered a disadvantage (abdominal surgery, oncology), as will mainstream trials on patients requiring line or hip replacement surgery.

This reorganization of the R&D portfolio is designed to channel resources to projects with the greatest potential for success in the current business environment.

TABLE OF COMPOUNDS IN PHASE III AND REGISTRATION APPLICATIONS as of February 11, 2009

<table>
<thead>
<tr>
<th>Phase III</th>
<th>Registration</th>
</tr>
</thead>
<tbody>
<tr>
<td>Latista®</td>
<td>Asterix®</td>
</tr>
<tr>
<td>- Secukinumab Reduction in CV risk</td>
<td>- Anakinra Sodium Inhibitor New Delivery EU</td>
</tr>
<tr>
<td>- Second line mProstate Prostate K</td>
<td>- Infeza®</td>
</tr>
<tr>
<td>- Second line NSCLC, 1st line mPancreatic K</td>
<td>- Infura®</td>
</tr>
<tr>
<td>Combo: 1st line mProstate; 2nd line NSCLC, 1st line mPancreatic K</td>
<td>- Lipasa®</td>
</tr>
<tr>
<td>AVE8062</td>
<td>- Aflibercept Retinopathy loading dose, U.S.</td>
</tr>
<tr>
<td>- DTX-PV Antibody, Minimally Invasive Revascularization</td>
<td>- Emefax® Paroxysmal EU (OMS)</td>
</tr>
<tr>
<td>Apreo®</td>
<td>- Acunef® Anti-VEGF Minimal incision - Endovascular</td>
</tr>
<tr>
<td>2nd line mCRC, 1st line mPancreatic K</td>
<td></td>
</tr>
<tr>
<td>AVE5026</td>
<td>- Flu Micro-injection</td>
</tr>
<tr>
<td>- PI3K/Akt Inhibitor Anti-Tumor</td>
<td>- Pandalis® Fibroid, U.S.</td>
</tr>
<tr>
<td>combo:1st line mProstate; 2nd line NSCLC, 1st line mPancreatic K</td>
<td>- Mabe® Prevention of infection; incontinence, U.S.</td>
</tr>
<tr>
<td>AVE530</td>
<td>- Alumina® Primary prevention of infection; incontinence, U.S.</td>
</tr>
<tr>
<td>- Chlorambucil &amp; Fludarabine</td>
<td>- Fasterfer®/Eldise® Anti-HIV, Anti-herpes, Hypertension, Renal, adult, U.S.</td>
</tr>
<tr>
<td>AVE531</td>
<td>- Levox® Anti-HIV, Anti-herpes, Hypertension, Renal, adult, U.S.</td>
</tr>
<tr>
<td>- Critical Care U.S.</td>
<td>- Plaxil® Clotting Factor Concentrate, U.S.</td>
</tr>
<tr>
<td>- Critical Care EU</td>
<td>- Scalep® Antihypertensive, U.S.</td>
</tr>
<tr>
<td>- Critical Care Russia</td>
<td>- Alloapt® Antihypertensive, Russia</td>
</tr>
<tr>
<td>AVE8060</td>
<td>- Alenex® Anti-HIV, Anti-herpes, Hypertension, Renal, adult, U.S.</td>
</tr>
<tr>
<td>- Denosumab Anti-VEGF Minimal incision - Endovascular</td>
<td>- Metaxa®</td>
</tr>
<tr>
<td>- Fibrinogen Analog Plasma mimic, China</td>
<td>- Metaxa® Infusion, China, in 12 months</td>
</tr>
<tr>
<td>- Inhibitor, Russia</td>
<td>- Metaxa® Infusion, China, in 12 months</td>
</tr>
<tr>
<td>- Postpartum Hemorrhage, Japan</td>
<td>- Metaxa® Infusion, China, in 12 months</td>
</tr>
<tr>
<td>- Prevention of infection; incontinence, U.S.</td>
<td>- Metaxa® Infusion, China, in 12 months</td>
</tr>
<tr>
<td>- Rheumatoid Arthritis, Japan</td>
<td>- Metaxa® Infusion, China, in 12 months</td>
</tr>
<tr>
<td>- Second line mCRC, 1st line mPancreatic K</td>
<td>- Metaxa® Infusion, China, in 12 months</td>
</tr>
<tr>
<td>- Second line mCRC, 1st line mPancreatic K</td>
<td>- Metaxa® Infusion, China, in 12 months</td>
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<td>- Second line mCRC, 1st line mPancreatic K</td>
<td>- Metaxa® Infusion, China, in 12 months</td>
</tr>
</tbody>
</table>

For more information:
Form 20-F
www.sanofi-aventis.com
Sanofi-aventis forges strategic partnerships around the world with recognized experts to achieve faster, better progress towards new therapeutic solutions.

To accelerate the development of innovative compounds and vaccines, sanofi-aventis depends not only on its own R&D resources but also on its proactive partnership program, particularly in the fields of biotechnology and biotherapy. The Group opens up its know-how and leadership to its partners so that their decisive breakthroughs can be transformed into products and solutions that improve patients’ lives. For several years, sanofi-aventis has been working with Regeneron to develop and commercialize human therapeutic antibodies. Through a strategic collaboration with Dyax, sanofi-aventis has been granted an exclusive worldwide license for the development and commercialization of the fully human monoclonal antibody SAR153191.

Sanofi Pasteur, the Group’s vaccine division, recently concluded a partnership with the Dutch firm Crucell to develop and commercialize a new generation of monoclonal antibodies to fight rabies.

Our partners include:

**REGENERON**

**New therapeutic strategies**

Several partnership agreements were signed in 2008. A global licensing and collaboration agreement with Novozymes will lead to the development and commercialization of a new antibiotic for treating severe infections such as pneumonia and septicemia. The candidate drug is an antimicrobial peptide named plectasin NZ2114, with a novel mechanism of action which gives it a potential activity against bacteria that are resistant to current treatment. Under a three-year collaboration agreement with Johns Hopkins University, the two partners are joining forces to develop new treatments for respiratory and immunological diseases, focusing particularly on asthma and chronic obstructive bronchopneumopathy.

**Sourcing global skills**

In China, the Group signed a strategic partnership agreement in 2008 with the Institutes of Biological Sciences in Shanghai as part of its Discovery in China platform, with the goal of discovering innovative medicines for treating neurological diseases, diabetes and cancer.

And in France, sanofi-aventis has set up an alliance with RainDance Technologies Inc. in the U.S. and the Université Louis Pasteur in France, to create the dScreen Consortium within the biocluster at Alsace BioValley. This project will develop a new generation of high-throughput screening devices to discover innovative molecules.

**KEY FIGURE**

**10 million**

**DROPLETS PER HOUR**

This is the current screening capacity of RainDance Technologies Inc., a sanofi-aventis partner. This partnership aims at further accelerating this output to drive the process of discovering future medicines.

**FOCUS**

**ACAMBIS, AN ACQUISITION AFTER 10 YEARS OF PARTNERSHIP**

After 10 years as a sanofi pasteur partner, Acambis, a company that specializes in the development of new vaccines for emerging or untreated infectious diseases, became a wholly owned affiliate of sanofi pasteur in September 2008. The two partners are working on three innovative vaccines. The vaccine for the Japanese encephalitis virus, for which phase III clinical trials have been completed, is the most advanced and the only single-dose treatment for a disease that kills between 30,000 and 50,000 children in Asia every year. They are also developing a vaccine against the West Nile virus. And Acambis technology has been utilized in sanofi pasteur’s development of a vaccine against dengue fever which began a series of efficacy trials in children at the beginning of 2009. As yet, there is no vaccine for this disease, which kills more than 25,000 children worldwide each year.

**GROWTH PLATFORMS**

With the acquisition of its long-term partner Acambis, sanofi pasteur has strengthened its portfolio of innovative vaccines.
Thanks to an active acquisitions policy, sanofi-aventis is always open to business activities that promise new growth. While continuing to discover, develop and commercialize innovative compounds, sanofi-aventis is also forging its success on a balanced, diversified approach to the needs of patients and prescribers. The current portfolio includes a wide range of prescription medicines, consumer healthcare products, vaccines and generics. Group global presence includes both traditional and emerging markets. Now, its diversification strategy is reaching out to new opportunities.

ZENITVA: A GROWTH PLATFORM
Following the successful closing of the Group’s tender offer on March 12, 2009, Zentiva has become part of the sanofi-aventis Group. Thanks to this acquisition, the Group is now ranked 11th among generic medicines manufacturers worldwide on the basis of 2008 pro forma net sales. Zentiva has a wide portfolio of branded generics and inexpensive medicines, adapted to the markets of Central and Eastern Europe, Turkey and Russia. This operation is an example of the type of acquisition which allows sanofi-aventis to diversify and strengthen its business activities in high-potential fields, such as the branded generics market.

A world leader in consumer healthcare products
Sanofi-aventis is the world’s sixth largest provider of consumer healthcare products(1) with six top brands Doliprane®, Enterogermina®, Essentiale®, Lactacyd®, Maalox® and No-Spa® which regularly receive promotional support and new formulations each year. With the acquisition of the Australian company Symbion Consumer, which has since become sanofi-aventis Consumer Healthcare, the Group has a strong basis for future growth in the consumer healthcare (OTC) market.

A high-profile generics manufacturer
Sanofi-aventis has also shown its determination to develop on the generics market by announcing in 2008 that it planned to wholly acquire Zentiva, a decision that was approved by the European Commission in February 2009. Zentiva is a leading Central and Eastern European player in the development, manufacture and commercialization of branded generics, and is set to become a growth platform for sanofi-aventis in this region. By consolidating the company within sanofi-aventis, the Group will significantly strengthen its position in this market.

Also animal health
The Group is also present in the animal health sector through Merial, jointly owned with Merck & Co. Inc. With almost a 14% market share(2), Merial is the world’s third largest manufacturer of animal health products, its main markets being the United States, France, Italy, the United Kingdom, Brazil, Australia, Japan, Germany, Spain and Canada. The company expanded during the year with the take-over of the New Zealand firm Ancare. The year also saw progress in its innovative bird and pig vaccines launched in 2007 and the launch in France of Zactran®, an antibiotic for respiratory infections in ruminants.

6 products
IN CONSUMER HEALTHCARE (OTC)
POSTED GROWTH OF
+14.1% (3)
ACCOUNTING FOR
44%
OF OTC SALES IN 2008

SYMBION CONSUMER, STRENGTHENING CONSUMER HEALTHCARE
With the 2008 acquisition of Symbion Consumer, the OTC business of Primary Healthcare in Australia, sanofi-aventis can claim a leading position in this high-growth field, with a market share of around 21%. In the Australian market, this acquisition opens up access for the Group to new distribution channels such as supermarkets, health food outlets and direct-to-consumer sales. The Group can also leverage this model to enter other markets in the region, such as China, Russia, South Korea, Thailand and the Philippines.

For more information:
Form 20-F
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(1) Source: Nicholas Hall D86 2008.
(3) On a comparable basis.
By controlling its entire manufacturing workflow, the Group can apply its global growth strategy in a highly flexible and efficient way.

Sanofi-aventis carries out its own manufacturing and maintains end-to-end control over all industrial processes, enabling the Group to deliver safe, top-quality services to patients and also ensuring that the industrial infrastructure is properly supplied and remains competitive. This means that the Group now benefits from a powerful industrial culture and a skills base dedicated to value creation.

Supporting regionalization
Industrial Affairs has made substantial investments to support the Group’s geographical extension through a regionalization agenda since 2006. In Brazil, for example, the Suzano facility is the company’s second-largest worldwide, while major growth plans are currently under way in Mexico. In Morocco, the Zenata facility is the Group’s largest investment in Africa, and has received the World Health Organization’s “Good Practice” certification. Two large-scale industrial projects in China are planned for 2009, one in Hangzhou and the other in Beijing.

Creating value
Product life cycle management programs create considerable value for the Group. Much of the success of Lantus® in 2008 is due to the SoloSTAR® medical device developed by industrial teams, and is now a fully-fledged industrial brand. In mature products, Doliprane® achieved success by developing and marketing new forms of the treatment each year. And through profitable investments in biotechnologies, Industrial Affairs is now providing strong support to the Group in this growth sector.

Working with the vaccines division
Industrial Affairs also actively partners with sanofi pasteur in joint projects where this makes sense geographically, with each partner helping the other enter a market it knows well, or technologically, through skills sharing. As from 2008, the Neuville-sur-Saône, France, chemical site has been preparing to welcome a sanofi pasteur dengue vaccine production facility. In Mexico, sanofi-aventis and sanofi pasteur teams are working together to build a flu vaccine production unit. Other joint projects are under way in France.

Launching new business lines
Industrial Affairs are staking a claim in acquiring new businesses as part of the Group’s diversification strategy. One such example is Symbion Consumer(1), carried out in Australia in 2008, which has led to a regional industrial activity and an accompanying integration program.

(1) Today known as sanofi-aventis Consumer Healthcare.

VACCINES: MEETING THE INCREASE IN GLOBAL DEMAND
Sanofi Pasteur delivered excellent industrial performance in 2008. Production volumes rose while at the same time meeting increasingly stringent quality criteria. There were also a number of major new investments: in China, the foundation stone of the Shenzhen facility was laid in 2008 for a site that will produce seasonal anti-flu vaccines starting in 2012 to meet local public health needs by producing 25 million doses a year. In France, the Val de Revil site is the leading global producer of flu vaccines, and also manufactures vaccines against poliomyelitis, yellow fever and rabies. After doubling its capacity, it will be able to fill 200 million syringes and bottles a year.

KEY FIGURE

2.8 billion
BOXES MANUFACTURED IN 2008
Industrial Affairs Pharmaceuticals

For more information:
Form 20-F, Sustainability Report
www.sanofi-aventis.com
Sanofi-aventis is developing an innovative approach to ensure that people in emerging and developing countries have continuous access to medicines, by providing programs in its key areas of therapeutic excellence.

The majority of the world's population still does not have access to medicines and vaccines. In line with its commitment to improving the lives of patients wherever possible, sanofi-aventis is working in partnership with other healthcare professionals to improve access to medicines in emerging and developing countries. Through its dedicated Access to Medicines department, the Group is focusing its resources and skills to provide sustainable access, using a new approach that combines philanthropy with an economically viable strategy. The goal is to make medicines affordable, address future medical health needs in Research and Development, share industrial expertise, and develop related services to make sure that the right medicines can reach the right patients.

**Key Figure**

1.5 million
die from tuberculosis every year

**Significant progress in the fight against malaria**

Access to Medicines focuses on five major areas of Group expertise: malaria, tuberculosis, neglected tropical diseases such as leishmaniasis and sleeping sickness, chronic central nervous system disorders such as epilepsy and mental health, and vaccines. In the fight against malaria in 2008, the World Health Organization granted prequalification to Coarsucam™ (“ASAQ”), 6 million treatments of which have been distributed in Sub-Saharan Africa to treat cases of malaria. A partnership agreement was also signed with the Institute for One World Health and Amyris Biotechnologies to develop semisynthetic artemisinin. This is a ground-breaking move, as artemisinin is key to treating malaria. At present, it is manufactured exclusively from the botanical resource artemisia. By developing an alternative, synthetic source of artemisinin, it will be possible to stabilize the price of anti-malarial medicines and expand the availability of high quality artemisinin derivatives. To further accelerate the development of anti-malarial treatment, sanofi-aventis has also signed an agreement with the Medicines for Malaria Venture (MMV) to share the company’s R&D portfolio and spur the development of new generations of therapies. MMV and sanofi-aventis have also decided to work with the Drugs for Neglected Diseases initiative (DNDi) in developing innovative pharmacovigilance methods in Africa via a study program on Coarsucam™ (“ASAQ”).

**Closer to patient needs**

The fight against tuberculosis is a concern for countries in the Northern Hemisphere as well as those in the Southern Hemisphere. In 2008, sanofi-aventis signed a collaboration agreement with the Global Alliance for TB Drug Development to share information on their respective projects. The shared aim is to develop shorter treatment duration; current treatments lasting 6 to 9 months are hard to sustain for many patients. Sanofi-aventis has also initiated a number of local actions in the area of chronic diseases. Together with the Kenya Association for the Welfare of People with Epilepsy (KAWE), healthcare professionals in Kenya have been trained in epilepsy, while in Morocco, an awareness campaign has been set up with the Health Ministry to help rural primary care physicians provide better care for psychotic patients. In Mauritania, a program has been set up to inform both the general public and health care professionals about mental health issues.

**Focus**

Coarsucam™ receives WHO prequalification

Coarsucam™ (Artésunate Amodiaquine Winthrop®, “ASAQ”), the first fixed-dose combination anti-malaria treatment specifically designed for children to be prequalified by the World Health Organization, has been developed by sanofi-aventis and the Drugs for Neglected Diseases initiative (DNDi). In October 2008 it received WHO prequalification, making it eligible for tenders from a large number of countries and agencies, and therefore available for many more patients. This is a major advance, given that 200 million patients suffer from malaria and over a million, most of them children, die from the disease each year.
The pharmaceutical industry is going through profound changes: the Group is anticipating and managing the impact of this transformation on human resources.

In 2008, sanofi-aventis continued to plan ahead and adapt people management to ongoing market changes. As well as providing support during staffing readjustments, the Group has also introduced initiatives to develop employee skills and train staff for new job profiles. Three Talent Development programs, for example, covering Regulatory & Medical Affairs, Human Resources, and Marketing, were implemented in Pharmaceutical Operations. These programs first went to affiliate managers who then cascaded them to their key staff. They provide a shared vision of major functions that helps the Company prepare for future employment requirements.

Diversity: a vital human resource

Diversity is another key dimension of human resources. With a presence in around one hundred countries, sanofi-aventis actively promotes diversity in the very broadest sense, from gender and age through training and origins to type of disability. In Brazil, for example, the subsidiary introduced the Jovem Cidadão program in 2008 in partnership with the government. The goal is to offer young people aged 16 to 21 from disadvantaged backgrounds a first work experience through internships lasting six months to a year. Sanofi-aventis also sponsored the first Women’s Forum Asia in Shanghai, bringing together 15 top women managers from Asia to discuss their experiences and build a network of diversity ambassadors.

For more information:
Form 20-F, Sustainability Report
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A CROSS-FUNCTIONAL TRANSFORMATION PROJECT

At the end of 2008, sanofi-aventis began to transform its organization on a global basis by launching 12 initiatives, each sponsored by a member of the Management Committee. This Transformation plan covers all divisions, and the initiatives address such topics as corporate, financial and shareholder strategy; Pharmaceutical Operations; Industrial Affairs; Research and Development; sanofi pasteur; Support Functions and also Talent Development. This latter scheme aims to enhance job training and Human Resource processes so that the very best candidates can be hired, developed and retained. The other key issue for Human Resources is to develop deeper and broader cross-functionality so as to support all of the Group’s business operations in their bid for excellence.

FOCUS

MEDICAL REPRESENTATIVES, A CHANGING PROFESSION

In all countries where the Group is present, major changes are under way, affecting national policies on health, environmental regulations, access to products and decision-making processes. These changes in the healthcare market are having a considerable impact on the medical sales profession. In Germany and France, for example, a number of training programs have been launched to prepare medical representatives to become major account managers or regional scientific assistants responsible for contacts with insurance firms, physicians’ networks and local scientific authorities. The same trend can be seen in Australia, Western Europe and the United States.

KEY FIGURES

WOMEN REPRESENT
47% OF GROUP EMPLOYEES AND
45% OF MANAGERS
Sanofi-aventis has a broad portfolio of prescription medicines, vaccines, consumer healthcare (OTC) products and generics with a market presence across both traditional and emerging markets.
In a challenging, unstable business environment, the Group can count on dependable product offerings and strategies adapted to local needs.

Sanofi-aventis can draw on a number of powerful assets to address the new situation in the pharmaceutical market. Its extensive portfolio of innovative and traditional medicines, vaccines, consumer healthcare products and generics meets a variety of challenges in different regions. And its long-standing implantation worldwide provides a forceful presence on both mature and emerging markets.

Pharmaceutical Operations

In 2008, the Group maintained its leading positions in Europe, and gained ground in high-growth regions such as Asia Pacific, Latin America as well as Africa, which has future potential. In the Asia Pacific region, two countries grew strongly. In China, sanofi-aventis, developed in tandem with the country’s economic explosion and delivered the highest growth rate of 27% (1) in this market. In Japan, where prices are falling, sanofi-aventis again, sanofi-aventis grew strongly by 18.5% (1), aided by an excellent portfolio performance, especially with Lantus® and Plavix®, and by methodically reincorporating intellectual property rights on compounds held by third parties. Other countries, however, had a challenging year, although there was a major acquisition in Australia of the promising company Symbion Consumer.

Sales in Latin America rose nearly 7% (1), despite a net slowdown in both the markets and in Group performance during the second half of the year. In Europe, zero growth in 2008 was primarily due to the expiry of certain patents and the withdrawal of Acomplia®, together with an absence of major product launches. However, the Group maintained its leading position in all mature markets, keeping costs down, and re-engineering its strategy to address a volume- rather than value-driven market. In Eastern Europe, on the other hand, value growth remained the dominant market model. After a difficult start to the year in the United States, linked to the expiry of the Ambien® patent, market trends improved in the second quarter with an increased growth rate. By the end of 2008, sanofi-aventis was outperforming the US pharmaceutical market.

Growth in Latin America and the United States, positions maintained in Europe

In an increasingly challenging environment, the vaccine business achieved growth of nearly 10% in 2008. There was a successful flu vaccination campaign in the United States, which now accounts for half the global vaccine market.

The successful launch of Pentax® in the United States, the country’s only licensed pentavalent vaccine containing Haemophilus influenza type b antigens, helped sanofi pasteur gain market share in the pediatric segment. In the US market for adult and teenager vaccines, Menactra®, a conjugate quadrivalent vaccine for meningococcal disease launched in 2005, and Adacel®, a tetanus-diphtheria-pertussis booster for adults and adolescents, continued to achieve growth. In Japan, sanofi pasteur was the first supplier of international vaccines to break into the pediatric market with the Act-HIB® vaccine for bacterial meningitis. And through an agreement with the Chumakov Institute, Russia opted for a sanofi pasteur inactivated polio vaccine for the universal primo-vaccination of children. After Mexico in 2007, Russia is the second BRIC-M (2) country to select this type of vaccine, now used by a growing number of poliomylitis-free countries.

Vaccines: proven leader for flu in the United States; pediatric market successes in the US, Japan and Russia

In their direct contacts with customers, sanofi-aventis’ Pharmaceutical Operations has to deal with the deep-rooted transformations affecting the healthcare market, and above all the fact that decision-making powers are being concentrated into the hands of a very small number of players. In response to this, and as part of the corporate “Transforming” project implemented in 2008, Pharmaceutical Operations is working in two key areas: firstly, analyzing growth opportunities to optimize resource allocations by product, market and region; and secondly focusing much more closely on customer needs.

(1) Growth on a comparable basis.
(2) BRIC-M countries: Brazil, Russia, India, China, Mexico.
Faced with the public health challenge that the worldwide diabetes epidemic represents, sanofi-aventis counts on innovation and helping patients in their daily lives.

There are currently 250 million diabetics in the world, and by 2025 there will be 380 million. Sanofi-aventis has been active in this area for 85 years and has the ambition to become the leader in the fight against diabetes. The Group’s portfolio includes a broad spectrum of therapeutic solutions, including several key drugs as insulin, with Lantus®, Apidra®, Insulam®, and oral hypoglycemic agents such as Daonil® and Amaryl®. Lantus® is currently the world’s most widely-prescribed insulin. As for Amaryl®, today it is the leading oral anti-diabetic drug in Japan by the number of patients treated. In 2008, Amaryl® M, combining Amaryl® with metformin, was launched in India and Mexico among other countries.

Lantus® and Apidra®: two cornerstone products in our therapy strategy

Lantus®, a long-lasting basal insulin, improves diabetes patients’ lifestyles through optimal efficacy and safety with a convenient once-daily dosing. Apidra®, a rapid-acting insulin taken at meals, is the perfect partner to Lantus® when shorter-acting insulin is required. In addition to its indication for adult diabetics, Apidra® was granted approval by the European Commission and the Food and Drug Administration (FDA) in the U.S. for improving blood-sugar control in children and adolescents suffering from diabetes. This new indication will enable young diabetics to benefit from Apidra®’s rapid onset and flexible dosing by taking insulin either just before or just after a meal.

Medical devices to improve diabetics’ daily lives

Lantus® SoloSTAR® and Apidra® SoloSTAR® pens were launched in 2007, offering high-performance insulin injections that are almost painless and extremely user-friendly. With a double-digit sales growth, the Lantus® SoloSTAR® pen is now available in 60 countries.

Working alongside patients

Group affiliates are doing everything they can to make diabetes more manageable for patients using sanofi-aventis medicines and devices. In Mexico, for example, patient education programs have been developed, while in India, screening schemes have been set up. In 2008, Sanofi-aventis Israel offered a special kit for diabetic patients starting Lantus® SoloSTAR® and Apidra® SoloSTAR® treatment. This contains a blood sugar indicator, bandages, a refrigerant unit and a film showing how to use the pen, together with practical advice on living with diabetes. New-generation therapeutic solutions are already in preparation, using products from such novel therapeutic categories as AVE0010, which is currently in phase III.

Faced with the public health challenge that the worldwide diabetes epidemic represents, sanofi-aventis counts on innovation and helping patients in their daily lives.
The sanofi-aventis portfolio delivers effective solutions to thrombotic and cardiovascular diseases that affect the entire world.

Thrombotic diseases such as deep vein thrombosis and atherothrombosis, and cardiovascular diseases, particularly arterial hypertension, are a major cause of death. As lifestyles change, these diseases are affecting a growing number of people worldwide, including emerging countries.

**KEY FIGURES**

<table>
<thead>
<tr>
<th>2008 SALES GROWTH:</th>
<th>FOR LOVENOX®</th>
<th>+10.6% (1)</th>
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<tbody>
<tr>
<td></td>
<td>FOR PLAVIX®</td>
<td>+10.5% (1)</td>
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<tr>
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<td>FOR APROVEL®</td>
<td>+14.2% (1)</td>
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(1) On a comparable basis.

Lovenox®, the reference treatment for thrombosis

Lovenox® (sodium enoxaparin) is the most intensely studied and widely used low molecular weight heparin (LMWH). It has been successful across a broad range of indications, thanks to an ambitious clinical development program on more than 60,000 patients. In 2008, for example, data from the ENDORSE register published in The Lancet showed the high numbers of patients hospitalized for surgical or medical reasons who risk contracting deep-vein thromboembolism, and highlighted the need to improve prevention. The ENDORSE register collects data on hospital medical practices on an unprecedented scale, covering more than 68,000 patients from 32 countries. Additional analyses presented at the American Society of of Hematology congress in December 2008 showed that certain patient populations can considerably reduce the risk of deep-vein thromboembolism compared to the overall population through prolonged thromboprophylaxis.

Plavix®, a leader in Europe and the United States

Plavix® is indicated for the long-term prevention of atherothrombotic events in patients with recent heart attack or stroke, or who have an established peripheral arterial disease. It is currently commercialized in over 115 countries, including the United States, through an alliance with Bristol-Myers Squibb. It is backed by one of the largest clinical development programs in the world, involving more than 100,000 patients.

Extremely well-positioned in treatment guidelines, Plavix® performed very successfully in Japan in 2008 during its second year on the market, with sales of 182 million euros. In the United States the federal Court of Appeals confirmed the validity of its compound patent expiring in November 2011.

Aprovel®/CoAprovel®

Aprovel® is an angiotensin II receptor antagonist, the fastest-growing class of anti-hypertensive agents. The Group also commercializes CoAprovel®, which combines Aprovel® with a diuretic to increase water excretion through the kidneys, creating an additional anti-hypertensive effect. These two products, the largest markets for which are Europe and the United States, help control arterial pressure in over 80% of patients at one year. Several clinical trials have been carried out in recent years to demonstrate how Aprovel® can do more than lower blood pressure.

**FOCUS**

**DRONEDARONE: PROMISING DEVELOPMENTS**

Atrial fibrillation is a complex form of cardiac arrythmia that affects 7 million people today in the United States and Europe. Medical needs in this area are largely unsatisfied, and the resulting hospitalization is an expensive public health burden on the community. Dronedarone is the only antiarrhythmic that has shown reduction of cardiovascular hospitalization and death in patients suffering from atrial fibrillation or atrial flutter. Sanofi-aventis teams are therefore working on one of the major therapeutic innovations of the last twenty years for this condition. Dronedarone was filed in June 2008 under the brand name Multaq®, and is currently being evaluated by European and U.S. authorities. It was granted a priority review by the Food and Drug Administration (FDA) in July 2008, a procedure in which a new drug, if approved, would present a significant improvement compared to currently available therapies.
CNS disorders are severe, complex, and costly for health authorities. They require creative, targeted approaches.

In the particularly complex disorders of the central nervous system, the need for medical care increases as the population ages. Sanofi-aventis is increasing and diversifying its pharmacological and scientific approaches in the two major areas of mental and neurodegenerative diseases. The Group has developed several compounds that are currently prescribed very widely around the world, including Stilnox® (zolpidem), the leading hypnotic worldwide, and Depakine®/Epilim® (valproic acid) - a broad-spectrum anti-convulsant that has been prescribed for over 40 years.

Eplivanserin, a new mode of action against chronic sleep disorders

Some 70 million people are affected by chronic sleep disorders in the world’s seven largest countries, and 17 million people in Europe and the United States suffer from WASO (Wake time After Sleep Onset) without having difficulty falling asleep. Insomnia is a heavy burden on government (some 100 billion dollars in the United States, of which 77 billion in indirect costs) and chronic insomnia has a significant co-morbidity profile. Sanofi-aventis uses eplivanserin innovatively to address the specific needs of patients who fall asleep easily but then suffer from irregular sleep patterns (frequent nocturnal awakening). This compound helps consolidate sleep by increasing the amount of slow, deep sleep, and helping patients achieve good quality, refreshing, uninterrupted sleep. Unlike current hypnotics, eplivanserin is not a sedative and has no after-effects the following morning. Nor does it present potential for abuse or dependence – a major advantage for patients.

Sanofi-aventis has a broad range of internal medicine treatments, particularly in urology and also for treating allergies and osteoporosis.

Sanofi-aventis uses eplivanserin innovatively to address the specific needs of patients who fall asleep easily but then suffer from irregular sleep patterns (frequent nocturnal awakening). This compound helps consolidate sleep by increasing the amount of slow, deep sleep, and helping patients achieve good quality, refreshing, uninterrupted sleep. Unlike current hypnotics, eplivanserin is not a sedative and has no after-effects the following morning. Nor does it present potential for abuse or dependence – a major advantage for patients.

Focus:

Pediatric Indication for Nasacort® AQ

Already indicated in treating seasonal and annual rhinitis in adults and children over the age of six, Nasacort® AQ nasal spray (triamcinolon acetonide) was approved in the US by the Food and Drug Administration (FDA) in September 2008 for children aged 2 to 5 years.

Key Figure:

17 million

People in Europe and the United States suffer from chronic insomnia with nocturnal awakening.
Sanofi-aventis is currently the global leader in oncology, with two major compounds, Taxotere® and Eloxatine®, both of which had their indications extended in several countries in 2008.

**International success for Taxotere®**

Taxotere® performed extremely well in 2008, reaching sales of over 2 billion euros for the first time, with double-digit growth in the United States, Europe and other countries. In the United States, sales rose by 16.9%(1) during the fourth quarter of the year, sustained by Taxotere® as an adjuvant treatment in breast cancer and prostate cancer. In Japan, Taxotere® received marketing approval in 2008 for the treatment of prostate cancer, bringing to eight the number of cancer types approved for treatment in this market.

In Spain, sanofi-aventis announced in May 2008 together with GEICAM (Grupo Español de Investigación en Cancer de la Mama – Spanish Breast Cancer Investigation Group) that in the GEICAM 9805/Target-O study on women with advanced high-risk node-negative breast cancer, post-surgical Taxotere®-based adjuvant treatment was associated with improved disease-free survival compared to the standard treatment. Another product in the portfolio, Fasturtec®/Elek® (rasburicase), was submitted for a new indication in 2008. This medicine is used in preventing hyperuricemia in patients with a malignant disease that might induce acute tumor lysis syndrome. But while rasburicase is indicated for this condition in both adults and children in Europe, it is only indicated for children in the United States. The results of a Phase III study presented at the annual meeting of the American Society of Hematology demonstrated that rasburicase significantly reduced the plasma rate of uric acid compared to using allopurinol alone, with a good safety/tolerance profile. A further marketing approval application will be made to the FDA on the basis of these results.

**Eloxatine®: new therapeutic progress**

Commercialized in more than seventy countries, Eloxatine® is indicated for early and advanced stages of colorectal cancer. In a number of countries (outside the US and Europe), sales grew vigorously by 13.4%(1) in 2008. In the United States, FDA approval incorporated the results of the Mosaic study on a six-year global survival rate. This update showed a 20% reduction in the risk of death over six years and a 22% improvement in disease-free survival at five years in patients with stage III colorectal cancer following surgery. Meanwhile, in parallel with the current New Drug Application, The Lancet published the results of a clinical trial of Eloxatine® in March 2008 showing that Eloxatine®-based perioperative treatment substantially decreased the risk of recurrence compared to purely surgical treatment in eligible colorectal cancer patients with initially unresectable hepatic metastases.

**Aflibercept**

Aflibercept VEGF (Vascular Endothelial Growth Factor) Trap, developed under an alliance with Regeneron Pharmaceuticals, Inc. is a novel anti-angiogenesis agent that acts as a decoy receptor or “Trap” for circulating VEGF. Phase III studies in combination with chemotherapy are ongoing in the following indications: in first line advanced prostate cancer (with Taxotere®/prednisone), in second line non-small cell lung cancer (with Taxotere®), in second line metastatic colorectal cancer (with FOLFIRI) and in first line metastatic pancreatic cancer (with Gemcitabine). Additional exploratory studies in earlier stage disease or other indications are currently being conducted.

Sanofi-aventis is currently the global leader in oncology, with two major compounds, Taxotere® and Eloxatine®, both of which had their indications extended in several countries in 2008.
As global leader in the vaccine market, sanofi pasteur constantly innovates to address major global economic and medical challenges worldwide.

Vaccines are a key development area for the Group and they grew strongly once again in 2008, with an increase of 9.6% in a difficult market. Driving this performance were pediatric vaccines, which grew by 21.9%(1) with the successful launch of Pentacel® in United States and the strong growth of Pentaxim® in the global market. Launched in 2008 on the US market, Pentacel® is the first five-in-one pediatric vaccination approved in the United States for diphtheria, pertussis, tetanus, polioviruses and Haemophilus influenzae type b. By using this combination, it is possible to remove seven injections from the usual American vaccination calendar. Boosters also rose by 8.1%(1), mainly due to sales of Adacel® (an adult and teenager tetanus-diphtheria-pertussis vaccine) in the United States. Menactra®, a quadrivalent vaccine against meningococcal meningitis grew by 7.9%(1). Sales of Act-HIB®, a pediatric vaccine for preventing invasive infections of Haemophilus influenzae type b disease, grew by 19.9%(1). This performance is partly due to a successful sales and industrial effort in delivering additional doses to the United States following a shortage with a competitor, and partly to the launch of this vaccine in Japan in December 2008. Act-HIB® is therefore the first pediatric vaccine from a global company to be launched in this market. It joins a range of combined pediatric vaccines which include Pentacel® and Pediacel®, the routine vaccine used in the UK.

Sanofi Pasteur confirmed its leadership in the fight against influenza in 2008, with sales of 736 million euros, up 1.5%(1), and a successful campaign in the United States that made the vaccine available very early in the season. In 2008, sanofi pasteur delivered a batch of H5N1 vaccines worth 192.5 million dollars to the US Department of Health. In Europe, the seasonal influenza vaccine Intanza®/IDflu®, the first anti-influenza treatment in the world to use the intradermic micro-injection method, received marketing approval from the European Commission in early 2009. By administering the vaccine in the dermal layer of the skin, the intradermic micro-injection vaccination method gives highly-efficient direct access to the immunity system, especially for aged or fragile patients.

In Research & Development, several candidate vaccines reached phase II or III in 2008. The vaccine for Clostridium difficile, the bacterium responsible for nosocomial diseases went into Phase II, the vaccine for moderate to severe attacks of dengue fever started on Phase IIB, the IMOJEVTM vaccine against Japanese encephalitis went into Phase III, and the micro-injection influenza vaccine went into Phase III in the United States.

(1) On a comparable basis.

For more information: Form 20-F www.sanofi-aventis.com
Sanofi-aventis puts the patient at the heart of its business activities.
ETHICS & RESPONSIBILITY

PERFORMING RESPONSIBLY

Sustainable development is an integral part of sanofi-aventis strategy, and is central to the Group’s identity. Sanofi-aventis places patients at the center of its business practices, its commitments to employees and society as a whole, as well as its actions for the environment. Group policy is today focused in four key initiatives. The first is Patient 21, highlighting the bond linking sanofi-aventis with patients, patient associations and the public. People 21 addresses social commitments and covers the company’s approach to both its staff and the communities where the Group is located. The third initiative, Ethics 21, strengthens our commitment to ethical business practices. And Planet 21 focuses on environmental performance, with the aim of minimizing the impact of sanofi-aventis business activities so as to preserve both the planet and the health of its inhabitants.

A shared culture of sustainability

These concerns are increasingly shared by colleagues worldwide, in particular through regional and business activity networks. High-profile actions such as Sustainable Development Week and a new awareness-raising module also help foster employee interest. The Group’s commitment is also gaining visibility externally via a dedicated website and the publication of a Group Sustainability Report. Listed in the sector’s primary indexes (FTSE4Good, ASPI Eurozone® and Ethibel), the Group again featured in the Dow Jones Sustainability World Index in 2008, and now features in the Access To Medicines (ATM) Index.

Working with patients

A major newcomer to the Patient 21 initiative, the sanofi-aventis central anti-counterfeit Laboratory was opened in Tours in 2008, providing a high-tech weapon to combat a global threat to public health and patient safety. Sanofi-aventis also continued its agenda for greater access to medicines for all. In the United States, where over 47 million people have no medical coverage, the sanofi-aventis Patient Assistance Foundation provides sick people with free access to treatments in a number of specific therapeutic areas such as oncology. In 2008, the Foundation joined the National Association of Free Clinics that provides low-cost or free health care.

Aligning with market changes

For the sanofi-aventis workforce, the year’s main events were related to decisions about the reorganization of the Company. Through the People 21 initiative, the Group introduced a number of support measures to minimize the impact of these reorganizations on the workforce. These include internal and external aid for career mobility; support for creating or taking over enterprises, redeployment leave, and early retirement with a pension that is 100% funded by the Company. Due to the impact of new healthcare policies in Europe, negotiations have also been held to accompany the necessary reorganizations, notably in Germany and France.

Commitment to human rights issues

In the Ethics 21 initiative, the Group has introduced a set of policies in recent years to ensure that human rights are systematically respected. This culminated in 2007 with membership of the EDH (Entreprises pour les droits de l’Homme – Companies for Human Rights), comprising seven international companies with a shared French culture. This was created following exchanges with the BLIHR (Business Leaders Initiative on Human Rights) and the French section of Amnesty International. In 2008, sanofi-aventis partnered the International “Enterprises and Human Rights” Seminar to commemorate the signing of the Universal Declaration of Human Rights 60 years ago.

FOCUS

AN INTEGRATED COLD CHAIN COVERING ROAD AND RAIL

In 2008, the development team at the Frankfurt distribution platform developed an innovative way to seamlessly mix road and rail transport for products requiring refrigeration. Working with an external supplier, platform management designed independent containers that could fit on both trucks and trains, and were fitted with remote temperature control. Temperature monitoring is extremely important for insulin, for example, which must be conserved at between 2°C and 8°C. Sanofi-aventis is the first pharmaceutical company to simplify transportation of this class of medicines by combining trains and trucks in a single solution that reduces the carbon footprint by 73%.

For more information:
Sustainability Report
www.sanofi-aventis.com
More than half the world’s population is affected by poverty, endemic disease, war, and injustice of all kinds. The natural response to this situation is to express solidarity through shared corporate responsibility, with the aim of achieving greater equity for all.

Sanofi-aventis has developed a strategy of global solidarity based on local partnerships driven by a sustainable development agenda. Humanitarian sponsorship actions are centered around healthcare, with a special focus on the problems of children and the most destitute. This strategy is built around reacting immediately to humanitarian emergencies, addressing longer-term needs, and fostering employee involvement.

Reacting to humanitarian emergencies

The Group coordinates response to humanitarian emergencies in association with the relevant local authorities and subsidiaries, and with partner Non-Government Organizations (NGOs). In 2008, emergency actions were launched to deal with the earthquake in China, cyclone Nargis in Myanmar, the catastrophic monsoons in India, serial tropical storms in Haiti and Cuba, and the conflict in the Democratic Republic of the Congo. They included donations of medicines and vaccines, financial support from the Group and its employees, and post-emergency assistance working alongside health authorities and NGOs such as Handicap International, Care, the Red Cross, Aide Médicale Internationale, and Unicef.

Help local development over the long term

Working with its partners, sanofi-aventis organizes programs that meet vital needs by providing support and distributing healthcare more equitably. In 2008, the Group coordinated 54 multiyear support programs in 37 countries, as well as subsidiary-led sponsorship schemes. Some of these pilot projects are based on sharing experiences between several countries. The “My child matters” program, for example, is a unique scheme developed with the International Union against Cancer, to improve care for childhood cancer in countries where pediatric oncology is still only emerging. In 2008, this 16-country scheme was extended to five new countries. A pilot program to fight diabetes in developing countries was introduced in Mali, in partnership with Sante Diabete Mali, in Burundi, Kenya, Madagascar, Nicaragua, the Philippines, Thailand and, most recently, in India alongside Handicap International. A new three-year partnership with the NGO Santé Sud (Healthcare for the Southern Hemisphere) will focus on experiments in early screening, healthcare, and integration into the social and economic fabric for mentally-handicapped people in Lebanon, Tunisia and Algeria.

Encouraging new initiatives and pooling experiences

A second call for projects went out in 2008 for the Group’s “Carrying out projects here and abroad” program to provide support to employee volunteer schemes in different countries and professions. By the end of 2008, 27 project proposers received corporate backing in 21 different countries.

For more information:
Sustainability Report
www.sanofi-aventis.com

KEY FIGURES

TO ADDRESS VITAL NEEDS WHILST CONFORMING TO WHO GUIDELINES,

1.5 million BOXES OF MEDICINES AND

665,000 VACCINE DOSES WERE DONATED IN 2008 TO PEOPLE IN NEED IN

70 countries
This report contains projections and other forward-looking statements that are not historical facts. Although the management of sanofi-aventis believes that these projections and forward-looking statements, and their underlying assumptions, are reasonable as of the date of this report, investors are cautioned that such projections, assumptions, intentions and forward-looking statements are subject to various risks and uncertainties (many of which are difficult to predict and generally beyond the control of sanofi-aventis) that could cause actual results and developments to differ materially from those expressed or implied. These risks and uncertainties include those discussed in the filings of sanofi-aventis with the U.S. Securities and Exchange Commission (SEC) and the French Autorité des marchés financiers (AMF), notably under the caption “Risk Factors” in the company’s annual report on Form20-F. Other than as required by applicable law, sanofi-aventis does not undertake any obligation to update any statement that is not a historical fact. Product indications described in this report are composite summaries of the major indications approved in the product’s principal markets. Not all indications are necessarily available in each of the markets in which the products are approved. The summaries presented herein for the purpose of financial reporting do not substitute for careful consideration of the full labeling approved in each market.