

Sanofi-aventis to Acquire Canderm, a Leading Canadian Skin Care Company

- Sanofi-aventis to double its consumer health care business in Canada -

LAVAL, QC, June 15 /CNW Telbec/ - Sanofi-aventis (EURONEXT: SAN and NYSE: SNY) announced today that it has entered into a definitive agreement under which an affiliate of sanofi-aventis Canada Inc. is to acquire the assets of Canderm Pharma Inc. (Canderm), a privately-held leading Canadian skin care company. This agreement is consistent with the sanofi-aventis Group's global strategy to expand its consumer health care (CHC) growth platform and follows on the heels of the Group's acquisition of the North American CHC company Chattem Inc. in March 2010.

This transaction will allow sanofi-aventis to consolidate its dermatology portfolio under the Canderm umbrella to create a Canadian leader in medical dermatology, and to double its consumer health care sales in Canada. Canderm annual sales reached CDN \$24 million in 2009, or approximately 10% of the non-prescription anti-ageing skin care market in Canada.

"The acquisition of the business of Canderm fits perfectly with our strategy of becoming a diversified health care company and is yet another important step in our strategy to build a sustainable long-term business model," said Hugh O'Neill, President and CEO of sanofi-aventis Canada. "It also offers new opportunities, as we plan to consolidate our dermatology portfolio under the Canderm umbrella to create a Canadian leader in medical dermatology."

Founded in 1972 by the Vogel family, Canderm is Canada's leading independent skin care company and is recognized as one of the country's success stories in retail skin care. The company's product range includes leading cosmeceuticals and physician-recommended dermatological products, such as NeoStrata® and CliniDerm®, physician-practiced cosmetic procedures and injectable dermal fillers, as well as over-the-counter products. NeoStrata® products are sold in drugstores across Canada and are the dermatological solution of choice for healthy, younger-looking skin. CliniDerm® is a dermatologist-recommended line of irritant-free products for sensitive skin.

"We're proud to be part of the next chapter in the history of a successful family-grown company," said Barry Vogel, President of Canderm. "I am excited to work with the sanofi-aventis team to capture the significant growth opportunities this combination will create. Our competitiveness in the consumer health care market will be further strengthened by our new home within the sanofi-aventis Group."

The Canderm business will continue to operate from its current location in the Montreal borough of Saint-Laurent.

About sanofi-aventis Canada

Sanofi-aventis, a leading global pharmaceutical company, discovers, develops and distributes therapeutic solutions to improve the lives of everyone.

Sanofi-aventis is represented in Canada by the pharmaceutical company sanofi-aventis Canada Inc., based in Laval, Quebec, and by the vaccines company Sanofi Pasteur Limited, based in Toronto, Ontario. Together they employ more than 2,000 people across the country. With combined R&D investments of \$181.6 million in 2009, they are leaders in Canada's biopharmaceutical sector, a critical knowledge-based industry that generates jobs, business and opportunity throughout the country.

About Canderm Pharma Inc.

Canderm Pharma is Canada's leading independent skin care company. The company has built this reputation over several decades with a portfolio of innovative products acquired through both internal development and partner sourcing. The company's skin care product range includes cosmeceutical products, physician-practiced cosmetic procedures, physician-recommended dermatological products, and over-the-counter products. Canderm Pharma also offers a full range of injectable dermal filler products. For more information, visit www.canderm.com.

Forward-Looking Statements

This press release contains forward-looking statements as defined in the Private Securities Litigation Reform Act of 1995, as amended. Forward-looking statements are statements that are not historical facts. These statements include projections and estimates and their underlying assumptions, statements regarding plans, objectives, intentions and expectations with respect to future financial results, events, operations, services, product development and potential and statements regarding future performance. Forward-looking statements

are generally identified by the words "expects," "anticipates," "believes," "intends," "estimates," "plans" and similar expressions. Although sanofi-aventis' management believes that the expectations reflected in such forward-looking statements are reasonable, investors are cautioned that forward-looking information and 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 in, or implied or projected by, the forward-looking information and statements. These risks and uncertainties include among other things, the uncertainties inherent in research and development, future clinical data and analysis, including post marketing, decisions by regulatory authorities, such as the FDA or the EMA, regarding whether and when to approve any drug, device or biological application that may be filed for any such product candidates as well as their decisions regarding labelling and other matters that could affect the availability or commercial potential of such products candidates, the absence of guarantee that the products candidates if approved will be commercially successful, the future approval and commercial success of therapeutic alternatives, the Group's ability to benefit from external growth opportunities as well as those discussed or identified in the public filings with the SEC and the AMF made by sanofi-aventis, including those listed under "Risk Factors" and "Cautionary Statement Regarding Forward-Looking Statements" in sanofi-aventis' annual report on Form 20-F for the year ended December 31, 2009. Other than as required by applicable law, sanofi-aventis does not undertake any obligation to update or revise any forward-looking information or statements.

NeoStrata® - Used under license by Canderm Pharma Inc. Montréal
(Québec) H4R 2H4

CliniDerm® - Registered trademark of Canderm Pharma Inc. Montréal
(Québec) H4R 2H4

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