

Paris, February 24, 2005

CREATION OF THE SANOFI-AVENTIS EUROPEAN WORKS COUNCIL

Sanofi-aventis commits to continue and strengthen, at European level, the social dialogue previously developed in each of the two groups.

The agreement relating to the creation of the sanofi-aventis European Works Council was concluded on February 24, 2005 between the management and the Special Negotiating Body (SNB) made up of 33 employee representatives (16 countries) and the two European trade union organizations “European Mine, Chemical and Energy Workers’ Federation” (EMCEF) and “Fédération Européenne des Cadres de la Chimie et des Industries Annexes” (FECCIA).

The agreement applies to all employees of companies located in the European Union or in the European Economic Area of which sanofi-aventis directly or indirectly owns more than 50 % of the capital. The scope of the European Works Council is extended to the countries candidates to join the European Union: Bulgaria, Croatia, Romania ; the scope of the Council shall include Turkey, 4 years before its accession to the European Union.

The mission of the sanofi-aventis European Works Council is to ensure that employees in the European countries covered by this agreement are informed and consulted, in good time, on the Group’s strategic options, on economic, social and financial issues or prospects which require treatment at this level, because of their importance and their transnational impact. The European Works Council has competence for matters that concern either the Group as a whole on a Community scale, or at least two Group companies or establishments located in different member states, or a Group company or establishment in one member state when there are repercussions in one or more other member states.

Such discussions shall be organised as early as possible so that the remarks or proposals of the European Works Council can be included in the decision-taking process.

This Council is made up of 40 members or observers, appointed for a four- year term.

Chaired by Jean-François DEHECQ, the European Works Council shall be held twice a year.

The Council has a 9 members Select Committee (a secretary, two deputy secretaries and six representatives from at least four different countries). It ensures permanent contact with Management and also coordination with employee representatives on the European Works Council.

Lastly, the agreement provides that the European Works Council shall elect five employee representatives, from among its members, who shall sit on the sanofi-aventis Board of Directors in an advisory capacity. These employee representatives shall come from at least three different countries and must belong to a trade union organisation that is a member of EMCEF or FECCIA.

About sanofi-aventis

Sanofi-aventis is the world’s 3rd largest pharmaceutical company, ranking number 1 in Europe. Backed by a world-class R&D organization, sanofi-aventis is developing leading positions in seven major therapeutic areas: cardiovascular disease, thrombosis, oncology, diabetes, central nervous system, internal medicine, vaccines. Sanofi-aventis is listed in Paris (EURONEXT : SAN) and in New York (NYSE : SNY).