

SANOFI-AVENTIS  
Form 6-K  
October 04, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER**  
**PURSUANT TO RULE 13a-16 OR 15d-16**  
**UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**For the month of October 2010**

**Commission File Number: 001-31368**

**SANOFI-AVENTIS**

(Translation of registrant's name into English)

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174, avenue de France, 75013 Paris, FRANCE

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_\_

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If  Yes  marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_

In October 2010, sanofi-aventis issued the press release attached hereto as Exhibit 99.1 which is incorporated herein by reference.

**Exhibit List**

| <b>Exhibit</b> |  |
|----------------|--|
| <b>No.</b>     | <b>Description</b>   |
| Exhibit 99.1   | Press release dated October 4, 2010: Sanofi-aventis Commences Tender Offer to Acquire All Outstanding Shares of Genzyme for \$69 per Share in Cash |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: October 4, 2010

SANOFI-AVENTIS

By  
Name:  
Title:

/S/ JOHN FELITTI  
**John Felitti**  
**Associate Vice President,**  
**Corporate Law, Financial & Securities Law**

**Exhibit Index**

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