

Edgar Filing: Sanofi - Form 15-12B

(for listing purposes only)

Floating Rate Notes due 2012

Floating Rate Notes due 2013

Floating Rate Notes due 2014

1.625% Notes due 2014

n/a

2.625% Notes due 2016

4.000% Notes due 2021

1.200% Notes due 2014

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	x
Rule 12g-4(a)(2)	..
Rule 12h-3(b)(1)(i)	x
Rule 12h-3(b)(1)(ii)	..
Rule 12h-3(b)(2)	..
Rule 15d-6	..

Approximate number of holders of record as of the certification or notice date:

ADRs, (each representing one quarter of a Participating Share Series A), par value 70.89: **7**

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, Sanofi has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: December 16, 2011

SANOFI

By: /s/ John Felitti

Name: John Felitti

Title: Associate Vice President, Corporate, Financial
and Securities Law