

Sanofi-aventis: A Global Leader in Healthcare

December 21, 2009



Forward-Looking Statements

This presentation contains forward-looking statements. Forward-looking statements are statements that are not historical facts. These statements include product development, product potential projections and estimates and their underlying assumptions, statements regarding plans, objectives, intentions and expectations with respect to future events, operations, products and services, 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 EMEA, 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 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, 2008. Other than as required by applicable law, sanofi-aventis does not undertake any obligation to update or revise any forward-looking information or statements.

Important additional information:

The tender offer described in this presentation has not yet commenced and this presentation is neither an offer to purchase nor a solicitation of an offer to sell shares of Chattem. At the time the tender offer is commenced, River Acquisition Corp. and sanofi-aventis will file a Tender Offer Statement on Schedule TO, containing an offer to purchase, form of letter of transmittal and related tender offer documents, with the U.S. Securities and Exchange Commission (the “SEC”) and Chattem will file a Solicitation/Recommendation Statement on Schedule 14D-9 relating to the tender offer with the SEC. Sanofi-aventis and Chattem intend to mail these documents to the shareholders of Chattem. These documents will contain important information about the tender offer and shareholders of Chattem are urged to read them carefully when they become available. Shareholders of Chattem will be able to obtain a free copy of these documents, when they become available, at the website maintained by the SEC at www.sec.gov.



Overview

Sanofi-aventis: one of the world's leading healthcare companies

- **Researches, develops, manufactures and markets healthcare products, including:**
 - **Pharmaceuticals (prescription medications, over-the-counter medications and generics), vaccines and animal health**
- **Strategy: to become a diversified global healthcare leader**
- **Strategy built around three priorities to reach goals and ensure sustainable growth:**
 - **Increasing innovation in R&D**
 - **Adapting our company to future challenges**
 - **Pursuing external growth opportunities**
- **Global headquarters in Paris, France**
- **U.S. headquarters in Bridgewater, NJ**



At a Glance...

- Presence in both traditional and emerging markets
- Over 100,000 employees in more than 100 countries
- Integrated sales force of approximately 33,500
- Over 18,900 research staff at more than 25 R&D centers on three continents
- Net sales in 2008: €27.6 bn¹
- 2008 investment in R&D: €4.6 bn²

¹ Unless otherwise stated, all sales figures correspond to FY 2008 sales; growth figures are stated on a comparable basis as defined in the 2008 Full-Year Results and Outlook release of February 11, 2009, which can be found on our website: www.sanofi-aventis.com.

² Unless otherwise indicated, all data in this presentation are based on 2008 Full-Year Results and Outlook release of February 11, 2009.



At a Glance...

Key Therapeutic areas:

- Cardiovascular disease
- Central nervous system
- Internal medicine
- Metabolic disorders
- Oncology
- Thrombosis
- Vaccines

Key Products:

- **Ambien® CR** (zolpidem tartrate extended release) CIV
- **Eloxatin®** (oxaliplatin injection)
- **Fluzone®**, Influenza Virus Vaccine
- **Lantus®** (insulin glargine [rDNA origin] injection)
- **Lovenox®** (enoxaparin sodium injection)
- **Multaq®** (dronedaronone)
- **Plavix®** (clopidogrel bisulfate)
- **Sanofi Pasteur vaccines**
- **Taxotere®** (docetaxel) Injection Concentrate





At a Glance...

Senior Management Team

- **Chris Viehbacher – Chief Executive Officer**
- **Hanspeter Spek – President, Global Operations**
- **Marc Cluzel – Executive Vice President, Research & Development**
- **Jerome Contamine – Executive Vice President, Chief Financial Officer**
- **Laurence Debroux – Senior Vice President, Chief Strategic Officer**
- **Karen Linehan – Senior Vice President, Legal Affairs and General Counsel**
- **Phillipe Luscan – Senior Vice President, Industrial Affairs**
- **Wayne Pisano – Senior Vice President, Vaccines**
- **Roberto Pucci – Senior Vice President, Human Resources**



OTC Products

- Sanofi-aventis has a strong and growing presence in the global OTC and consumer healthcare markets
- Ranked first in OTC sales in France and Brazil, and fourth in Italy, Russia and Mexico
- The eight flagship OTC brands are growing steadily
- Four local OTC acquisitions made over the past year:

Australia



France

OENOBIOL®

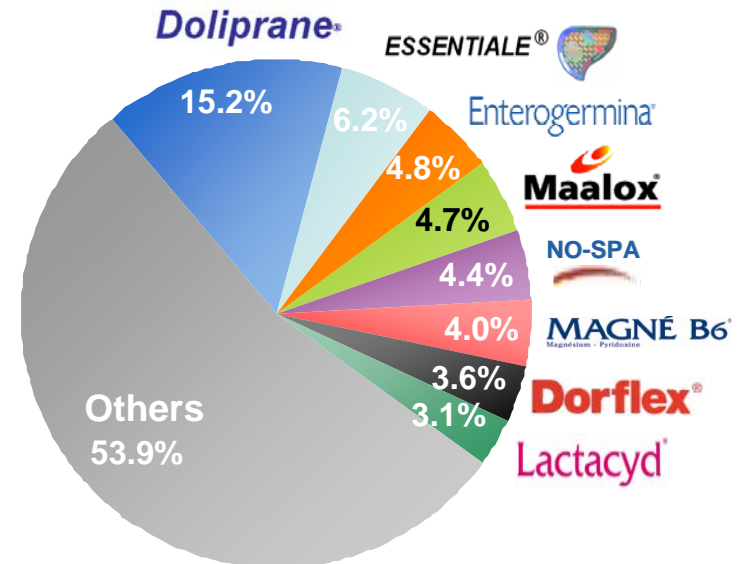
The Netherlands



Argentina



sanofi aventis Flagship OTC Brands





U.S. Headquarters



- **Headquarters in Bridgewater, NJ**
- **15,000 employees across the U.S.**
- **Led by Greg Irace, President and Chief Executive Officer**
- **Operates four pharmaceutical research sites:**
 - **Bridgewater, NJ**
 - **Malvern, PA**
 - **Cambridge, MA**
 - **Tucson, AZ**
- **Operates two distribution centers:**
 - **Atlanta, GA**
 - **Sparks, NV**
- **Packaging services headquartered in St. Louis, MO**