

Sanofi  
Form 6-K  
November 17, 2011

**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 November 2011

Commission File Number: 001-31368

**SANOFI**

(Translation of registrant's name into English)

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-\_\_\_\_\_

On November 17, 2011, Sanofi issued the statement attached hereto as Exhibit 99.1 which is incorporated herein by reference.

**Exhibit List**

| <u>Exhibit No.</u> | <u>Description</u>                                |
|--------------------|---|
| Exhibit 99.1       | Statement dated November 17, 2011 regarding CVRs. |

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: November 17, 2011

SANOFI

By     /S/  John Felitti      
Name: John Felitti  
Title: Associate Vice President,  
        Corporate Law, Financial &  
  
        Securities Law

**Exhibit Index**

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