

GENERAL MEETING OF MAY 2, 2018
WRITTEN QUESTIONS

Written questions may be submitted to the Company, pursuant to the rules established by law, with respect to any General Meeting. In conformity with the legislation in force, an answer is deemed to have been given to a written question provided it has been displayed on the Company's website.

The Board received three written questions, two dated April 23, 2018 and one dated April 26, 2018, from Mrs. Chantal Drouet-Petre, Mrs. Claudine Jean and from Mr. Thierry Bodin:

Written question from Mrs. Chantal Drouet-Petre:

“Why is Sanofi abandoning research into antibiotics and anti-bacterials, therapeutic areas that are vital for global public health, at a worrying time when their efficacy has been significantly diminished by resistant bacteria?

If it is necessary to have a critical size to make advances in this area, why has Sanofi not called upon external resources through a partnership?

Have Messrs. Brandicourt (the Chief Executive Officer) and Zerhouni (President, Global Research & Development) take into consideration the human and employment aspects when they approved this sale?

The great majority of people that you wish to "transfer" to Evotec have already been subjected to a plan to safeguard employment in 2014 that forced them to leave Toulouse, Montpellier and Paris for Lyon in order to retain their jobs at Sanofi.

It is extremely odd for the seller, Sanofi, the leading French pharmaceutical group, to have to pay in order to sell and for the purchaser Evotec, a small German group, to be compensated for an acquisition.

Do you think that the shareholders are in agreement with this completely incomprehensible divestment strategy?

How much is this sale going to cost?

Did this amount require approval from the Board of Directors?”

Written question from Mrs. Claudine Jean:

“In January 2016 Sanofi signed, along with several other pharmaceutical companies, the Davos Declaration on Combating Antimicrobial Resistance. In this document, Sanofi committed to "invest in R&D to meet public health needs with new innovative diagnostics & treatments".

How do you reconcile this major commitment with the recent announcement of the sale of all of Sanofi's research activities in the area of infectious diseases to Evotec, a German biotech company?”

Written question from Mr. Thierry Bodin:

Currently, around 700,000 deaths a year throughout the world are due to antibiotic resistance. According to the experts, if nothing is done, it is highly probable that by 2050 this figure will reach 10 million. It will become one of the primary causes of mortality in the world.

In March 2018, Sanofi's Board of Directors and its Chief Executive Officer (O. Brandicourt) decided to sell the anti-infectious diseases research unit to Evotec, despite the fact that it is key to saving these lives.

This decision is morally unacceptable from the healthcare point of view, all the more so since Sanofi signed the Davos Declaration on Combating Antimicrobial Resistance.

The WHO has warned that the discovery of new treatments to combat infectious diseases is vital.

Do you believe that Sanofi's withdrawal from this area of research is the best method to achieve this? Mr. Chairman, can you explain how Evotec can come up with the budget of €60 million that is necessary for the annual operations of the anti-infectious unit and can finance the clinical trials that are indispensable to the development of these treatments when Evotec only earned a profit of 32 million euros in 2017?

This sale is also morally unacceptable from the point of view of employer-employee relations. Indeed, as you have already done at Porcheville, Toulouse and now Zentiva, in addition to outsourcing business, you are now responsible for the job insecurity suffered by the employees in these entities. Unfortunately this becoming Sanofi's trademark.

Ladies and Gentlemen, the members of Sanofi's Board of Directors, in the name of Sanofi's CGT union, we are asking you to abandon this projected sale and to strengthen the internal resources in the essential therapeutic area constituted of the search for new antibiotic, anti-parasite, antiviral and antifungal products."

Response to the written questions:

Within the framework of the 2020 roadmap established at the end of 2015, Sanofi confirmed its commitment to R&D in a targeted number of strategic therapeutic areas (diabetes and cardiovascular illnesses, rare diseases, vaccines, oncology, multiple sclerosis and immunology) while maintaining an opportunistic approach in other areas, such as infectious diseases.

Given these strategic priorities and the budget realities marked in particular by a growing need to invest in products in an advanced stage of development so they are available to patients very soon (in immuno- inflammatory diseases and in oncology, for example), Sanofi R&D is not currently in a position on its own to support the research projects in the areas of infectious diseases.

Sanofi has thus reflected on opportunities to pursue its research and development activities differently in this area at the early stage, while reaffirming its strong commitment to the fight against infectious diseases and maintaining its ambition to be a major player in the development, manufacture and marketing of these drugs.

For several years, Evotec has constructed a robust research and development platform in infectious diseases. It is in this context that Evotec informed us of its interest in a transfer as a consequence of both the credible portfolio of early-stage projects and the quality of our teams.

This initiative should permit an increase in the potential of our research projects in infectious disease and maximize their chances of success by combining the expertise of Evotec's and Sanofi's R&D in this area. Evotec intends to finance the advancement of these projects by combining the revenues from their business as a service company with partnerships, and over several years Evotec has already demonstrated the effectiveness of this model. Sanofi's historic commitment to the fight against infectious diseases will be maintained in particular through the opportunity to take over the projects in their advanced clinical phases for the development, manufacturing and marketing stages. In addition, in compliance with commitments given in Davos in 2016, Sanofi has retained within its portfolio a drug candidate for the treatment of malaria that is currently in phase II trials and an extremely innovative antibody against the AIDS virus that will soon be in phase I trials.

These negotiations are continuing, in compliance with the need for dialogue with representatives of the personnel and with the information-consultation procedures. The project and the guarantees that are associated with it, including the commitments already given by Evotec as to jobs and the maintenance of business in the region have already been presented.

In this regard, it is important to emphasize that Evotec has behaved in an exemplary manner with respect to similar commitments that were given within the framework of the sale of business at the Toulouse site.

In addition, Sanofi will be providing Evotec with financial support including an initial payment of 60 million euros followed by long-term financing in order to provide support and ensure the progress of the portfolio.

Finally, this project, neither as a consequence of its nature nor its amount, required the consent of the Board of Directors. Above all it is in line with the strategic roadmap that was established in November 2015.

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