

【表紙】

【提出書類】	外国会社臨時報告書の訂正報告書
【提出先】	関東財務局長
【提出日】	2024年5月31日
【会社名】	サノフィ (Sanofi)
【代表者の役職氏名】	最高経営責任者 ポール・ハドソン (Paul Hudson, Chief Executive Officer)
【本店の所在の場所】	フランス、パリ、75017 アベニュー・ドゥ・ラ・グランダルメ46 (46, avenue de la Grande Armée, 75017 Paris, France)
【代理人の氏名又は名称】	弁護士 岡 知 敬
【代理人の住所又は所在地】	東京都千代田区大手町一丁目1番1号 大手町パークビル ディング アンダーソン・毛利・友常法律事務所外国法共同事業
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【事務連絡者氏名】	弁護士 小 坂 惇 弁護士 北 田 拓 生
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【電話番号】	03-6775-1000
【縦覧に供する場所】	該当事項なし

1 【提出理由】

2024年5月23日に提出した外国会社臨時報告書について、下記記載の内容を訂正するため、金融商品取引法第24条の5第5項および第7条第1項に基づき本外国会社臨時報告書の訂正報告書を提出するものであります。

2 【訂正内容】

訂正箇所は下線で示しております。

(3) Issue Price and Amount to be Credited into Stated Capital:

<Before Amendment>

Issue price: TBD

Amount to be Credited into Stated Capital: Euro 2 per share (approximately JPY 331.14)

Note: The issue price in this document is a 20% discount price from the reference price of the Shares. For these purposes, the "reference price" in this document is the average of the opening share price on the Paris Stock Exchange on the 20 trading days ending on May 29, 2024.

<After Amendment>

Issue price: Euro 72.87 per share (JPY 12,429)

Amount to be Credited into Stated Capital: Euro 2 per share (approximately JPY 331.14)

Note: The issue price in this document is a 20% discount price from the reference price of the Shares. For these purposes, the "reference price" in this document is the average of the opening share price on the Paris Stock Exchange on the 20 trading days ending on May 29, 2024. For the convenience of Japanese readers, in this item (3), conversion of the issue price into Japanese Yen has been made, at the exchange rate of Euro 1 = JPY 170.56, which was determined by Sanofi shortly prior to May 30, 2024.

(4) Aggregate Issue Price and Total Amount to be Credited into Stated Capital:

<Before Amendment>

Aggregate Issue Price: TBD

Total Amount to be Credited into Stated Capital: Euro 25,295,998 (approximately JPY 4,188.26 million)

Note: The aggregate issue price will be calculated by multiplying the issue price by 12,647,999 Shares (the estimated maximum number of Shares to be delivered for consideration outside Japan).

<After Amendment>

Aggregate Issue Price: Euro 921,659,687.13 (approximately JPY 152,599.19 million)

Total Amount to be Credited into Stated Capital: Euro 25,295,998 (approximately JPY 4,188.26 million)

Note: The aggregate issue price will be calculated by multiplying the issue price amounting to Euro 72.87 by 12,647,999 Shares (the estimated maximum number of Shares to be delivered for consideration outside Japan).

(9) Total Amount and Use of Proceeds from New Issue of Shares:

<Before Amendment>

(i) Total Amount of Proceeds from New Issue of Shares

Total amount to be paid	<u>TBD</u>
Approximate amount of various issue costs	Euro 1,200,000 (approximately JPY 198.68 million)
Approximate net amount of proceeds	<u>TBD</u>

(Note) The above "total amount to be paid" will be tentatively calculated by multiplying the issue price by 12,647,999 Shares (the estimated maximum number of Shares to be delivered for consideration outside Japan).

<After Amendment>

(i) Total Amount of Proceeds from New Issue of Shares

Total amount to be paid	<u>Euro 921,659,687.13 (approximately JPY 152,599.19 million)</u>
Approximate amount of various issue costs	Euro 1,200,000 (approximately JPY 198.68 million)
Approximate net amount of proceeds	<u>Euro 920,459,687.13 (approximately JPY 152,400.51 million)</u>

(Note) The above "total amount to be paid" will be tentatively calculated by multiplying the issue price amounting to Euro 72.87 by 12,647,999 Shares (the estimated maximum number of Shares to be delivered for consideration outside Japan).

以上