

Edgar Filing: AVENTIS - Form 425

AVENTIS
Form 425
April 27, 2004

Filed by Sanofi-Synthelabo
Pursuant to Rule 165 and Rule 425(a) under the
United States Securities Act of 1933, as amended

Subject Company: Aventis
Commission File No. 001-10378
Date: April 27, 2004

The following is an English translation of a press release issued only
in French by L'Oreal on April 26, 2004:

In connection with the proposed acquisition of Aventis,
Sanofi-Synthelabo has filed with the United States Securities and Exchange
Commission (SEC), a registration statement on Form F-4 (File no: 333-112314),
which includes a prospectus/offer to exchange and related exchange offer
materials, to register the Sanofi-Synthelabo ordinary shares (including
Sanofi-Synthelabo ordinary shares represented by Sanofi-Synthelabo ADSs) to be
issued in exchange for Aventis ordinary shares held by holders located in the
United States and for Aventis ADSs held by holders wherever located and has also
filed with the SEC a Statement on Schedule TO. INVESTORS AND HOLDERS OF AVENTIS
SECURITIES ARE STRONGLY ADVISED TO READ THE REGISTRATION STATEMENT AND THE
PROSPECTUS/OFFER TO EXCHANGE, THE RELATED EXCHANGE OFFER MATERIALS AND THE
STATEMENT ON SCHEDULE TO, AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SEC,
AS WELL AS ANY AMENDMENTS AND SUPPLEMENTS (INCLUDING ANY SUPPLEMENT RELATING TO
SANOFI-SYNTHELABO'S REVISED OFFER), BECAUSE THEY CONTAIN IMPORTANT INFORMATION.
Investors and holders of Aventis securities may obtain free copies of the
registration statement, the prospectus/offer to exchange and related exchange
offer materials, and the Statement on Schedule TO, as well as other relevant
documents filed with the SEC, at the SEC's web site at www.sec.gov. The
prospectus/offer to exchange and other transaction-related documents are being
mailed to Aventis securityholders eligible to participate in the U.S. offer and
additional copies may be obtained for free from MacKenzie Partners, Inc., the
information agent for the U.S. offer, at the following address: 105, Madison
Avenue, New York, New York 10016; telephone 1-(212) 929-5500 (call collect) or
1-(800) 322-2885 (toll-free call); e-mail proxy@mackenziepartners.com. In
connection with its revised offer, Sanofi-Synthelabo intends to distribute a
supplement to the prospectus/offer to exchange as soon as practicable.

* * * *

26/4/2004

L'OREAL IS DELIGHTED BY SANOFI-SYNTHELABO'S FRIENDLY OFFER FOR AVENTIS

L'Oreal has fully approved Sanofi-Synthelabo's proposed offer for Aventis
announced today and will approve the increase in share capital that will be
submitted to a general meeting of Sanofi-Synthelabo shareholders.

L'Oreal is delighted by the friendly character of this offer, the spirit of
which should facilitate the combination between the two groups and the success
of the new entity, Sanofi-Aventis. This transaction has been recommended by the
Advisory Board and the Management Board of Aventis.

Edgar Filing: AVENTIS - Form 425

This transaction will permit the creation of a new and important global player in the pharmaceutical industry.

As announced on January 26, 2004, L'Oreal intends to keep its shares and will reflect its share of the dividends paid by Sanofi-Synthelabo in its income statement.

CONTACTS AT L'OREAL

Shareholders and AMF
M. Francois Archambault
Tel: 01.47.56.83.45
<http://www.loreal-finance.com>

Analysts and Institutional Investors
Mme Caroline Millot
Tel: 01.47.56.86.82
Fax: 01.47.56.80.02

Journalists
M. Lorrain Kressmann
Tel:01.47.56.40.24
<http://www.loreal.com>

For further information, please contact banks, brokerages and financial institutions (Code ISIN: FR0000120321), as well as your usual newspaper ou the internet site dedicated to shareholders and investors, <http://www.loreal-finance.com>, or its nomad version on your PDA, [loreal-finance.com](http://www.loreal-finance.com) edition mobile , or contact the free phone: 0 800 66 66 66.