



UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION
WASHINGTON, D.C. 20580

Office of the Secretary

January 27, 2004

Steven C. Sunshine, Esq.
Shearman & Sterling LLP
801 Pennsylvania Avenue, NW
Washington, D.C. 20004

Re: Request of Aventis for an Extension of Time Under Order
Docket No. C-3919

Dear Mr. Sunshine:

This is in reference to the Request of Aventis for an Extension of Time Under Order ("Extension Request") filed by Aventis S.A. and received December 5, 2003. In the Extension Request, Aventis asks for an extension of time of 12 months in connection with the divestiture of Rhodia voting securities pursuant to Paragraph VI.D. of the Decision and Order issued January 20, 1999, and previously modified on March 11, 2002, November 22, 2002, and January 27, 2004.

After consideration of the Extension Request and other available information, the Commission has determined to grant the requested extension of time. Accordingly, the deadline for divesting the Rhodia voting securities pursuant to Paragraph VI.D. of the Order shall be extended 12 months, resulting in an extended deadline of April 22, 2005. In granting the request, the Commission has relied upon the information submitted and the representations made in connection with the Extension Request, assuming them to be accurate and complete.

By direction of the Commission, Chairman Muris not participating.

Donald S. Clark
Secretary