

VEOLIA ENVIRONNEMENT
Form 6-K
April 28, 2006

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**
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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 April 2006

Commission File Number: 001-15248

VEOLIA ENVIRONNEMENT
(Exact name of registrant as specified in its charter)

36-38, avenue Kléber
75116 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- _____

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Included herein is a free translation into English of our *document de référence* (the Reference Document), filed by us with the French *Autorité des marchés financiers* on April 6, 2006 under number D. 06-0231, and provided solely for the convenience of English speaking readers. This document does not include our unconsolidated financial statements, the auditors' report on the unconsolidated financial statements, nor the annexes to the French version of the Reference Document. Our Annual Report on Form 20-F, when filed, will contain substantially all of the information set forth in the Reference Document and certain additional information not included therein. We are required to file the Annual Report on Form 20-F with the U.S. Securities and Exchange Commission by no later than June 30, 2006.

We make some forward-looking statements in the Reference Document. When we use the words aim(s), expect(s), feel(s), will, may, believe, anticipate(s) and similar expressions in the Reference Document, we are intending to identify those statements as forward-looking.

Forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially from those projected. You should not place undue reliance on these forward-looking statements, which speak only as of the date of the Reference Document. In particular, from time to time in the Reference Document we state our expectations in terms of revenue to be generated under new contracts recently won or awarded or from new investments made and new assets or operations acquired, though we may have not yet commenced operations under these new contracts nor begun operating these new assets and operations at the time we make these statements. These revenue estimates are based on our management's current assumptions regarding future sales volumes and prices, which are subject to a number of risks and uncertainties that may cause actual sales volumes and prices to differ materially from those projected. As a result, actual revenue recorded under these new contracts or from these new investments, assets and operations may differ materially from those set forth in the Reference Document. Other than in connection with applicable securities laws, we undertake no obligation to publish revised forward-looking statements to reflect events or circumstances after the date of the Reference Document or to reflect the occurrence of unanticipated events. We urge you to carefully review and consider the various disclosures we make concerning the factors that may affect our business, including the disclosures made in Chapter 4 Risk Factors and Chapter 9 Examination of Financial Condition and Results.

Unless otherwise indicated, information and statistics presented in the Reference Document regarding market trends and our market share relative to our competitors are based on our own research and various publicly available sources.

The Reference Document is attached hereto as Exhibit 99.1. This document is incorporated herein by reference.

Exhibit List

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|--------------------------|
| Exhibit 99.1 | Reference Document 2005. |

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: April 26, 2006

VEOLIA ENVIRONNEMENT

Name: Alain Tchernonog

By: /s/ Alain Tchernonog _____

Title: General Counsel

| <u>Exhibit No.</u> | <u>Exhibit Index</u> |
|--------------------|--|
| Exhibit 99.1 | <u>Description</u> Reference Document 2005. |