



July 24th, 2014

The General Manager
Karachi Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi – 7400, Pakistan

The General Manager
Lahore Stock Exchange Limited
Lahore Stock Exchange Building,
19, Khayaban-e-Aiwan-e-Iqbal,
P.O. Box: 1315,
Lahore – 54000, Pakistan

The Managing Director
Islamabad Stock Exchange Limited
ISE Towers,
55-B, Jinnah Avenue,
Islamabad, Pakistan

By Fax and Hand Delivery:

Fax No. 021-3241 0825 (KSE)
Fax No. 042-3636-8484 (LSE)
Fax No. 051-111-473-329 (ISE)

Total pages [5]

Re: Material Information

Dear Sir,

In accordance with Section 15D of the Securities & Exchange Ordinance, 1969, Clause (xx) of the Listing Regulations No. 35 of the Code of Corporate Governance and Section 5(1)(a) of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2008, we hereby convey the following information:

Lafarge Pakistan Cement Limited (“LPCL”) has been informed by Sofimo SAS (the holding company for the main subsidiaries of the Lafarge Group) as indirect holder of approximately 75.86% shares in LPCL that Bestway Cement Limited (as the “Purchaser”) and Pakistan Cement Holding Limited and Camden Holding PTE Limited (as the “Sellers”) have entered into a binding share purchase agreement dated as of 23rd July, 2014 (the “Share Purchase Agreement”) for the purchase by the Purchaser of approximately 75.86% shares in LPCL from the Sellers at the purchase consideration of USD 217,794,657 (corresponding to an enterprise value at 100% of USD 329,454,435), subject to adjustments specified in the Share Purchase Agreement. The consummation of the transactions contemplated by the Share Purchase Agreement are subject to satisfaction of regulatory approvals, compliance with regulatory obligations and other conditions precedent specified therein.

A copy of the letter from Sofimo SAS informing LPCL of the execution of the Share Purchase Agreement is enclosed as **Annexure A** hereto.

A disclosure form as required under S.R.O. 143/(1)/2012 dated December 5, 2012 read with Section 15D of the Securities and Exchange Ordinance, 1969 is also enclosed as **Annexure B** hereto.

Yours truly,

Ayesha Khokhar
Company Secretary

Cc: Chairman, Securities & Exchange Commission of Pakistan

SOCIETE FINANCIERE IMMOBILIERE ET MOBILIERE SAS
("SOFIMO")
61 rue des Belles Feuilles, 75116 Paris, France

Confidential

Mr. Amr Reda
CEO
Lafarge Pakistan Cement Limited
18-B Kaghan Road, F-8 Markaz,
Islamabad - Pakistan

23 July, 2014

Dear Mr. Reda,

On behalf of Sofimo SAS (the holding company for the main subsidiaries of the Lafarge Group), as indirect holder of approximately 75.86% shares in Lafarge Pakistan Cement Limited ("Lafarge Pakistan"), I wish to inform you that Bestway Cement Limited (as "**Purchaser**") and Pakistan Cement Holding Limited and Camden Holding PTE Limited (as "**Sellers**") have entered into a binding share purchase agreement dated as of 23rd July, 2014 (the "**Share Purchase Agreement**") for the purchase by the Purchaser of approximately 75.86% shares in LPCL at the purchase consideration of USD 217,794,657 (corresponding to an enterprise value at 100% of USD 329,454,435), subject to adjustments specified in the Share Purchase Agreement. The consummation of the transactions contemplated by the Share Purchase Agreement are subject to satisfaction of regulatory approvals, compliance with regulatory obligations and other conditions precedent specified therein.

Yours sincerely,



Jérôme VITULO
Authorized Representative

**DISCLOSURE FORM
IN TERMS OF SECTION 15D OF THE
SECURITIES AND EXCHANGE ORDINANCE, 1969**

24 July, 2014

Name of Company:	Lafarge Pakistan Cement Limited, 18-B, Kaghan Road, F-8 Markaz, Islamabad
Date of Report:	24 July, 2014
Contact Information	<p>Ms. Ayesha Khokhar, Company Secretary, Lafarge Pakistan Cement Limited, 18-B, Kaghan Road, F-8 Markaz, Islamabad</p> <p>Tel Number: +92-51-111-111-722 Fax Number: +92-51-281-7300 Email Address: ayesha.khokhar@lafarge.com</p>

Please mark the appropriate box below (see General Instruction A.1 below before filing the details)

Disclosure of inside information by listed company in terms of section 15D(1).

Public disclosure of inside information, which directly concerns the listed securities.

Lafarge Pakistan Cement Limited ("LPCL") has been informed by Sofimo SAS (the holding company for the main subsidiaries of the Lafarge Group) as indirect holder of approximately 75.86% shares in LPCL that Bestway Cement Limited (as the "Purchaser") and Pakistan Cement Holding Limited and Camden Holding PTE Limited (as the "Sellers") have entered into a binding share purchase agreement dated as of 23rd July, 2014 (the "Share Purchase Agreement") for the purchase by the Purchaser of approximately 75.86% shares in LPCL from the Sellers at the purchase consideration of USD 217,794,657 (corresponding to an enterprise value at 100% of USD 329,454,435), subject to adjustments specified in the Share Purchase Agreement. The consummation of the transactions contemplated by the Share Purchase Agreement are subject to satisfaction of regulatory approvals, compliance with regulatory obligations and other conditions precedent specified therein.



- [] **Intimation of decision of the listed company to delay disclosure of inside information in terms of section 15(D)(2).**

Disclosure to the Commission of the inside information when the listed company decides to delay the public disclosure of inside information.

- [] **Disclosure of inside information by listed company where the listed company or person acting on its behalf discloses inside information to third party in terms of section 15(D)(3).**

Disclosure to the public, whenever a listed company or a person acting on its behalf, discloses any inside information to any third party in the normal exercise of employment, profession or duties, complete and effective public disclosure of that information must be made simultaneously.

- [] **Disclosure of transactions conducted by Persons discharging managerial responsibilities within a listed company or persons closely associated with them in terms of section 15D(5).**

Disclosure to the Commission by persons discharging managerial responsibilities within a listed company and, where applicable, persons closely associated with them, of transactions conducted on their own account relating to the securities of such listed company.

SIGNATURES

In case of company pursuant to the requirements of the Securities Exchange Ordinance of 1969 (XVII of 1969), the company has duly caused this form / statement to be signed on its behalf by the undersigned hereunto duly authorized.

Ms. Ayesha Khokhar

Company Secretary

DATED: 24 July, 2014