



August 11, 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 [03]

Re: **Material Information**

Dear Sir,

In accordance with Clause (xx) of the Listing Regulations No. 35 of the Code of Corporate Governance 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 the Purchase Price payable under the share purchase agreement dated as of 23rd July, 2014 and entered into between Bestway Cement Limited (as the “Purchaser”) and Pakistan Cement Holding Limited and Camden Holding PTE Limited (as the “Sellers”) for the purchase by the Purchaser of approximately 75.86% shares in LPCL from the Sellers (the “Share Purchase Agreement”) is subject to adjustment for: (a) change in position (post 30 June, 2014) in net debt and net working capital of LPCL (based on verification by an independent auditor); and (b) mark-up equal to 1.5% of the adjusted price (calculated on the basis of a 120 days period). The above adjustments will be made prior to making of the public offer under the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Ordinance, 2002.

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 A** hereto.

Yours truly,

Ayesha Khokhar
Company Secretary
Lafarge Pakistan Cement Limited

Cc: Chairman, Securities & Exchange Commission of Pakistan

LAFARGE PAKISTAN CEMENT Ltd.

18-B, Kaghan Road, F-8 Markaz, Islamabad - Pakistan.
UAN: +92-51-111 111 722, Fax: +92-51-281 7300
URL: www.lafargepakistan.com.pk

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

August 11, 2014

Name of Company:	Lafarge Pakistan Cement Limited, 18-B, Kaghan Road, F-8 Markaz, Islamabad
Date of Report:	August 11, 2014
Contact Information	Ms. Ayesha Khokhar, Company Secretary, Lafarge Pakistan Cement Limited, 18-B, Kaghan Road, F-8 Markaz, Islamabad Tel Number: +92-51-111-111-722 Fax Number: +92-51-281-7300 Email Address: ayesha.khokhar@lafarge.com

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 the Purchase Price payable under the share purchase agreement dated as of 23rd July, 2014 and entered into between Bestway Cement Limited (as the "**Purchaser**") and Pakistan Cement Holding Limited and Camden Holding PTE Limited (as the "**Sellers**") for the purchase by the Purchaser of approximately 75.86% shares in LPCL from the Sellers (the "**Share Purchase Agreement**") is subject to adjustment for: (a) change in position (post 30 June, 2014) in net debt and net working capital of LPCL (based on verification by an independent auditor); and (b) mark-up equal to 1.5% of the adjusted price (calculated on the basis of a 120 days period). The above adjustments will be made prior to making of the public offer under the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Ordinance, 2002.*



- [] 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: August 11, 2014