

# Notice of Extraordinary General Meeting

NOTICE is hereby given to the members that an Extraordinary General Meeting of shareholders of Lafarge Pakistan Cement Limited will be held on Thursday January 14, 2010 at 11 a.m. at Marriott Hotel Islamabad to transact the following business:

1. To confirm the minutes of the Annual General Meeting held on April 28, 2009.
2. To change the number of directors to be elected from eleven (11) as decided by Board of Directors in their meeting held on October 22, 2009, to seven (7).
3. Subject to the approval of shareholders, to elect seven Directors, for a term of three years, in accordance with Section 178 of the Companies Ordinance, 1984. The names of the retiring directors are:

1	Mr. Ahmad Said Heshmat Hassan	2	Maj. Gen. (R) Rehmat Khan
3	Mr. Jean Desazars	4	Mr. Ahmed Shebl Tolba Daabes
5	Mr. Ashraf Abouelkheir	6	Mrs. Amal Tantawi
7	Mr. Amr Ali Reda	8	Mr. Bilal Hamid Javaid
9	Mr. Samy Ahmed Abdelkader	10	Khawaja Mohammad Naveed
11	Mr. Shahid Anwar (Nominee NIT)		
4. To transact any other business which may be placed before the meeting with the permission of the Chair.

By Order of the Board

Islamabad  
December 21, 2009

**MUHAMMAD ANWAR SHEIKH**  
Company Secretary

#### Statement under Section 160(1)(b)

As required under Section 178(1) of the Companies Ordinance 1984, the number of directors was fixed as eleven in the Board meeting held on October 22, 2009. Subsequently the Company has received request from several directors that, subject to the approval of the shareholders, the number of directors to be elected be changed to seven instead of eleven for the smooth running of the affairs of the Company.

#### Notes:

1. The share transfer books of the Company shall remain closed from January 07, 2010 to January 14, 2010 (both days inclusive).
2. Any member who seeks to contest the election to the office of directors should file a notice of his intention to offer himself for election as a Director alongwith written consent with the Company, not later than 14 days before the date of the meeting at which elections are to be held. The consent should accompany the relevant declarations as required under the "Code of Corporate Governance".
3. A member entitled to attend and vote at this meeting may appoint another member as his/her proxy to attend the meeting and vote instead of him/her. Proxies in order to be effective must be received by the Company not later than 48 hours before the meeting.
4. The CDC shareholders entitled to attend and vote at this meeting shall produce his/her original CNIC or passport to prove his/her identity. Representatives of corporate members should bring the usual documents required for such purpose. The members are requested to follow the guidelines as laid down in Circular No. 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.
5. Shareholders are requested to immediately notify to M/s Noble Computer Services (Pvt.) Limited, Mezzanine Floor, House of Habib Building (Siddiqsons Tower), 3-Jinnah Cooperative Housing Society, Main Shahrah-e-Faisal, Karachi-75350, the Share Registrar of the Company, of change in their address, if any

**LAFARGE PAKISTAN CEMENT Ltd.**  
(Formerly Pakistan Cement Company Ltd.)

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