UNITED STATES OF AMERICA BEFORE FEDERAL TRADE COMMISSION



In the Matter of)	50
LAFARGE S.A.,)	
a corporation,	í	
BLUE CIRCLE INDUSTRIES PLC, a corporation,	}	Docket No. C - 4014 File No. 001 - 0112
BLUE CIRCLE NORTH AMERICA INC., a corporation, and)). }	
BLUE CIRCLE INC., a corporation.) })	

PETITION OF LAFARGE S.A. FOR APPROVAL OF PROPOSED DIVESTITURE

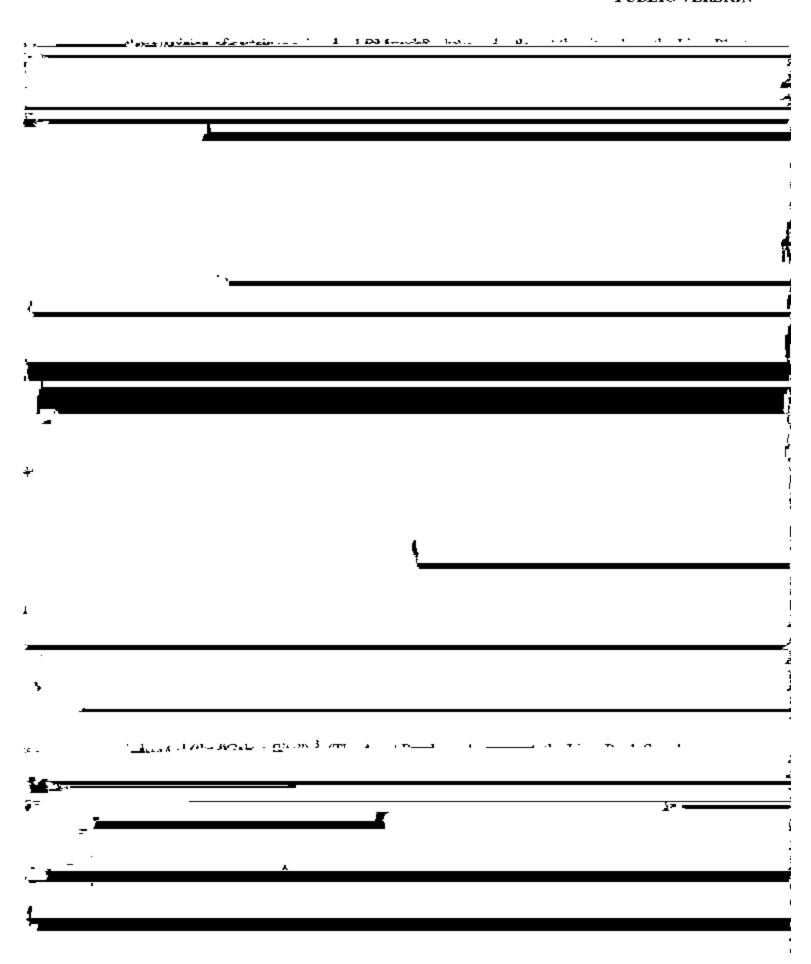
	Pursuant to Section 2.41(f) of the Federal Trade Commission ("Commission")	
P100 02.0.	region and Theoretical State Oron to the Art (2000) and a contract of the Cont	
		,
		i
i		
<u>, – </u>		
, -		ı
i f		
		i
1		ŧ
1		-
4		

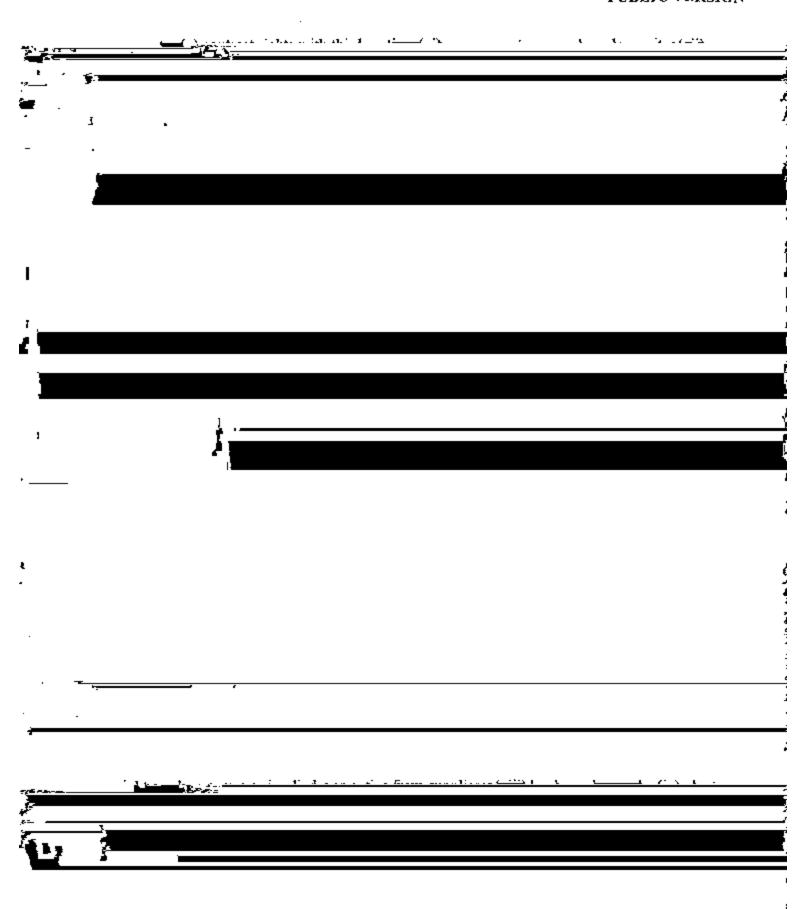
I. Consent Agreement and Complaint

On May 30, 2001, Lafarge, Blue Circle and the Commission entered into an Agreement Containing Consent Orders that includes a Decision and Order, and an Order to Hold

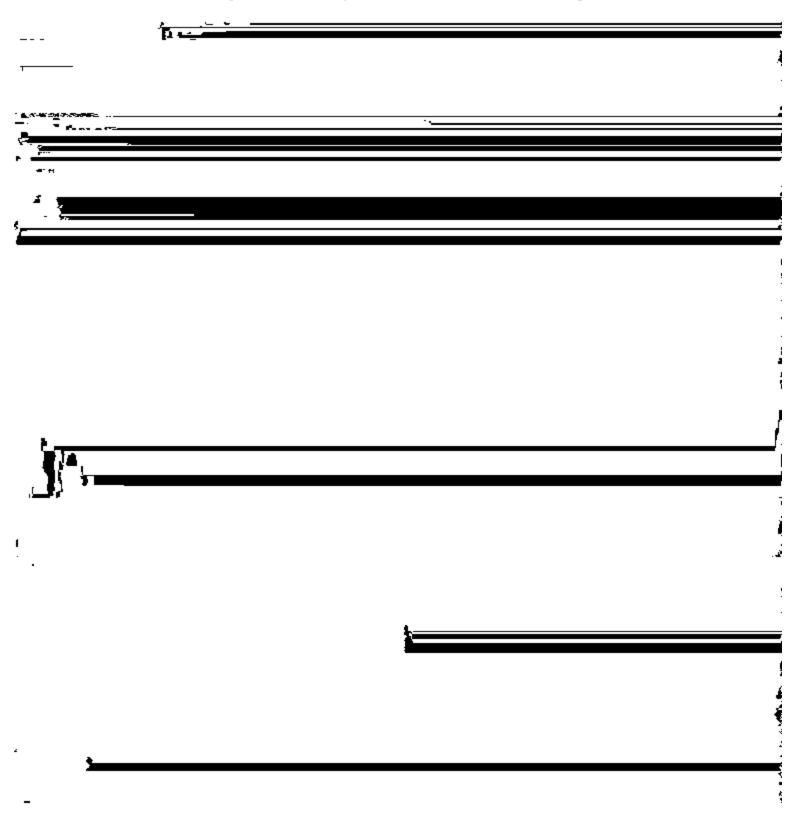
- 18 8	
₹./_ •	,
; ~ . •	
— 1 <u></u> 1	Transfer of the second of the
•	<u></u>
7	
一	
	\ -
,	
	· · · · · · · · · · · · · · · · · · ·
	_
:	

Agreement, together with the Commission's Complaint, was placed in the public record on June 18, 2001, and subsequently made final by the Commission. On July 11, 2001, Lafarge completed its acquisition of Blue Circle. Currently, Lafarge Building Materials Inc. ("LBM")





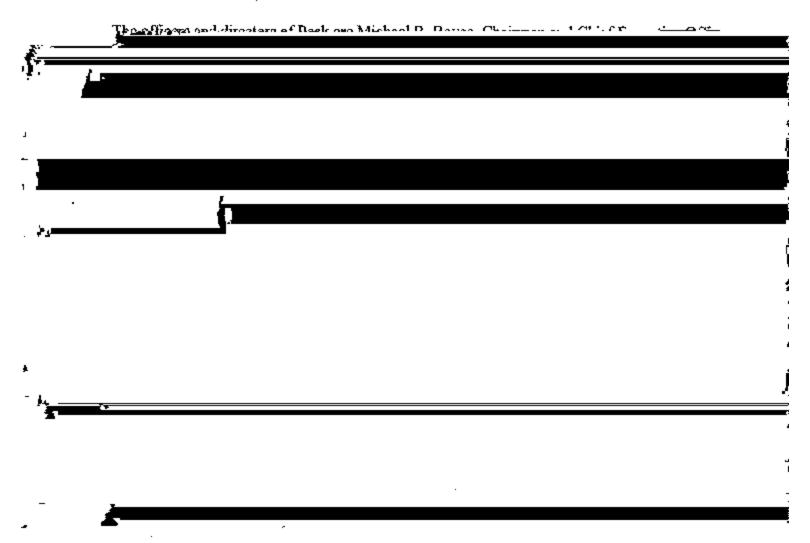
coal, fuel, natural gas and electricity, are provided by third parties to the Calera Site and, under the Site Services Agreement, will be provided by LBM to Peak on a cost pass-through basis.



Peak will allow Peak to continue operating the Lime Plant as a successful stand-alone business.

sulfate of potash company and one of the five natural soda ash producers. The headquarters address of Peak is:

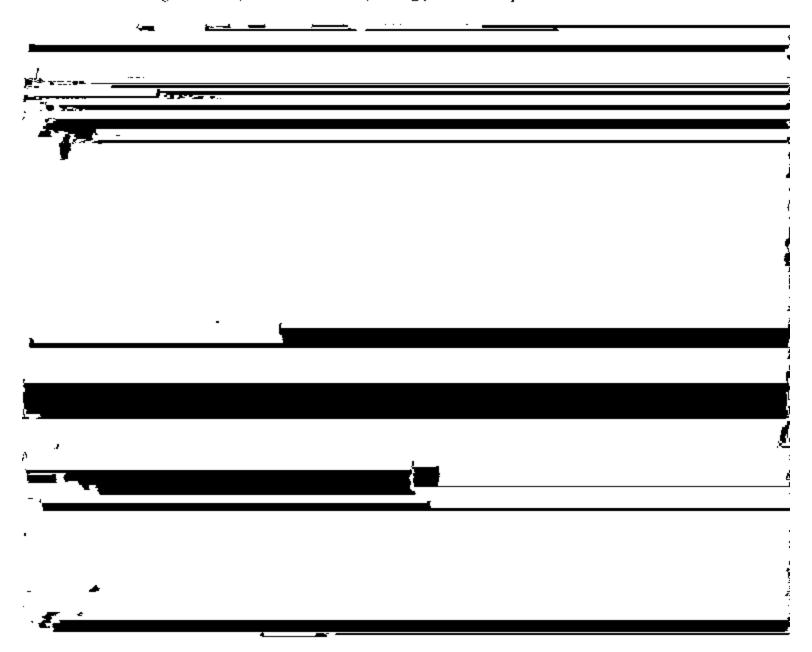
Peak Investments, L.L.C. 15700 College Boulevard, Suite 101 Lenexa, Kansas 66219



Scott Randolph, Chief Financial Officer; William J. Sichko, Jr., Chief Administrative Officer; and Billy Whalen, Chief Information Officer. Information on their experience and backgrounds is provided in <u>Appendix D</u> hereto.

Having successfully operated a significant lime production facility in Australia that produced almost five times the amount of lime currently produced by the Lime Plant, Peak has demonstrated experience in managing the operations of a large lime plant. Peak's Australian lime facility consisted of four return lime killed that employed production motheds similar to the

During the eighteen months since Peak acquired the phosphorus pentasulfide business, Peak has made significant improvements in the operating practices and performance of the business. In



outstanding supply rating from the two largest customers and has been re-certified ISO 9002.

IV. Conclusion

The proposed divestiture of the Lime Assets to Peak will accomplish the purposes of the Consent Order and remedy any alleged lessening of competition in the production and sale of lime in the Southeast region that may result from Lafarge's acquisition of Blue Circle. Peak

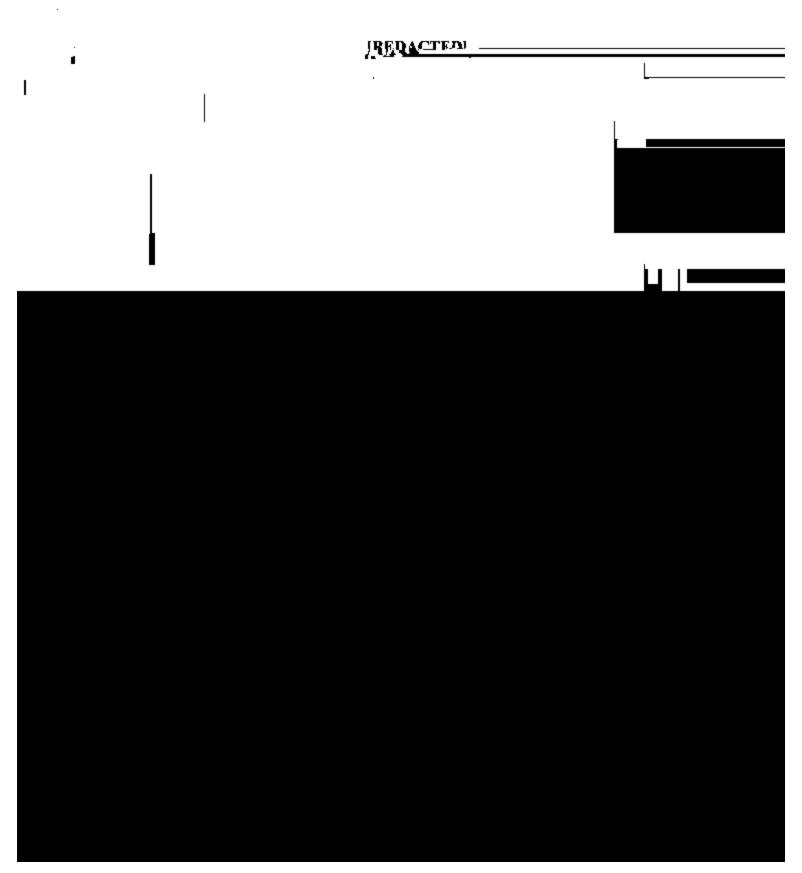
CONFIDENTIAL APPENDIX A

[REDACTED]

CONFIDENTIAL APPENDIX B

[REDACTED]

CONFIDENTIAL APPENDIX C

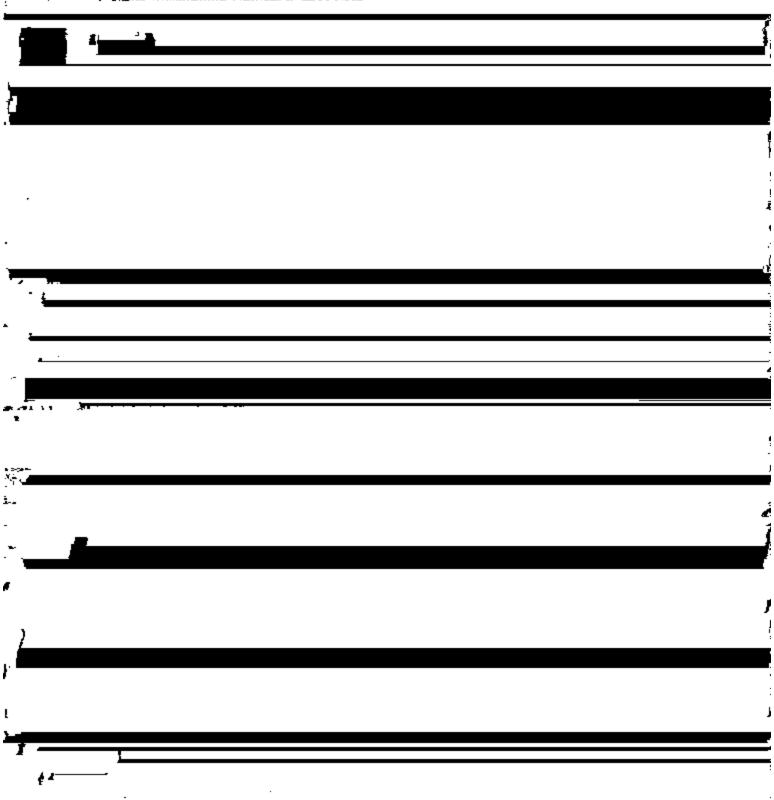


APPENDIX D

Biographies of Peak Principals

	Makerda, Berne Chairman, 100 cr o occ	
,_ 		ģ
,7		-
,		j
Ł		*
<u>, </u>		
		4
	Prior to April 1998, Mr. Boyce was President and COO of Harris Chemical Group as well as COO of its operating units, North American Salt Company, North American Chemical	<u>.</u>
; ;		: نمر
L		ž
		į
<u></u>		
Q 🗖		

has a BS in Applied Science from the United States Naval Academy, and an MBA from The



Prior to joining Peak Investments in 1999, Mr. Sichko was Senior Vice President - Human Resources for Harris Chemical Group with responsibility for 3,500 employees in the United States, Canada, the United Kingdom, Germany, France, Italy and Australia. He also acted as the