

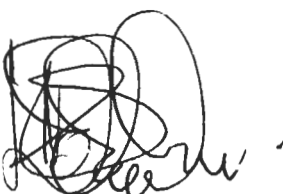
CHIEF REGISTRAR'S CIRCULAR NO. 14 OF 2005

CONVERSION FROM A PUBLIC COMPANY INTO A PRIVATE COMPANY CONCERNING LAFARGE SOUTH AFRICA (PTY) LIMITED

1. In terms of section 28(1) of the Companies Act, 1973 (Act No. 61 of 1973), **LAFARGE SOUTH AFRICA LIMITED (No. 05/27184/06)** has on 18 January 2000 been converted from a public company into a private company now known as **LAFARGE SOUTH AFRICA (PROPRIETARY) LIMITED (No. 1947/027184/07)**.

The enclosed documentation regarding this conversion must be filed under BC No. 10 of 2005 in all offices.

2. Due to the number of deeds that have to be endorsed regarding the conversion, permission is hereby granted to endorse deeds as and when they are lodged for an act of registration.
3. Powers of attorney, consents and applications signed, and deeds registered must reflect the conversion from a public company into a private company.
4. When relevant bonds are lodged for cancellation, it will not be necessary to endorse them in this regard, provided that the consent to cancellation refers to the conversion from a public company into a private company.
5. All offices will be supplied with rubber-stamps.



CHIEF REGISTRAR OF DEEDS

DATE: 28 SEPTEMBER 2005

REFERENCE: A 6/2/P

RINGBINDER 11

CHIEF REGISTRAR OF DEEDS

REGISTRARS OF DEEDS

THE CHIEF: JUSTICE TRAINING

DIRECTOR: LAW SOCIETY OF SOUTH AFRICA :PRETORIA

MANAGER: BUTTERWORTHS PUBLICATIONS : DURBAN

CHAIRPERSON: PROPERTY LAW COMMITTEE : PRETORIA

GEWYSIGDE SERTIFIKAAT VAN INLYWING MET BETREKKING TOT DIE OMSKEPPING VAN EEN
TIPE OF VORM VAN MAATSKAPPY IN 'N ANDER TIPE OF VORM VAN MAATSKAPPY

AMENDED CERTIFICATE OF INCORPORATION RELATING TO THE CONVERSION OF ONE TYPE
OR FORM OF COMPANY INTO ANOTHER TYPE OR FORM OF COMPANY

(Artikel/Section 28 (1))



Registrasienuommer van Maatskappy
Registration Number of Company
05/27184/06

Hierby word gesertifiseer dat
This is to certify that

LAFARGE SOUTH AFRICA LIMITED

wat geregistreer is op
which was registered on 23 OCTOBER 1947

by SPESIALE BESLUIT omskep is van 'n
has by SPECIAL RESOLUTION been converted from a PUBLIC COMPANY

in 'n
into a PRIVATE COMPANY

CERTIFIED TO BE A TRUE COPY OF THE ORIGINAL
1370-04
MICHAEL CHARLES HODGKISS
CTA, C.A. (SA)
Membership No. 00164655
COMMISSIONER OF OATHS (RSA)
Building 4, Country Club Estates
21 Woodlands Drive, Woodmead

en dat die naam van die maatskappy in my register voorkom, as
and the name of the company is shown in my register as

LAFARGE SOUTH AFRICA (PROPRIETARY) LIMITED

met ingang van die datum van hierdie sertifikaat.
with effect from the date of this certificate.

Geteken en geseël in Pretoria op hede die 18th dag van JANUARY, Eenduisend Negehoenderd
Signed and sealed at Pretoria, this 18th day of JANUARY, One thousand Nine hundred

and TWO THOUSAND.

Seël van Registrasiekantoor vir Maatskappye
Seal of the Companies Registration Office.

Maith
Registrateur van Maatskappye/Registrar of Companies

Hierdie sertifikaat is nie geldig nie, tensy geseël deur die seël van die Registrasiekantoor vir Maatskappye.
This certificate is not valid unless sealed by the seal of the Companies Registration Office.

Moet deur maatskappy ingevul word - To be completed by company

Gewysigde Sertifikaat van Inlywing met betrekking tot Omskepping van Een Tipe of Vorm
Maatskappy in 'n Ander Tipe of Vorm van Maatskappy,
Amended Certificate of Incorporation relating to Conversion of One Type or Form of Company
into Another Type or Form of Company,

gedateer/dated 4 JANUARY 2000, hiermee/herewith

Naam van Maatskappy
Name of Company LAFARGE SOUTH AFRICA (PTY) LIMITED
ATTN: THE COMPANY SECRETARY

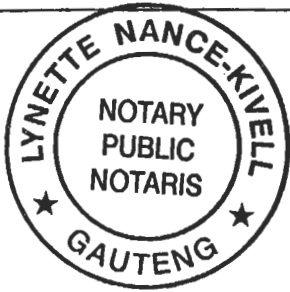
Posadres
Postal address P O BOX 2902
PARKLANDS 2121

Datumstempel van Registrasiekantoor vir Maatskappye
Date stamp of Companies Registration Office
Registrateur van Maatskappye
Maith
Registrar of Companies

No. M11/3/1/5



REPUBLIC OF SOUTH AFRICA



Certificate

CERTIFIED TO BE A TRUE COPY OF THE ORIGINAL

Michael Charles Hodgkiss 13.10.04

MICHAEL CHARLES HODGKISS
 CTA, CA(SA)
 Membership No. 00164655
 COMMISSIONER OF OATHS (RSA)
 Building 4, Country Club Estates
 21 Woodlands Drive, Woodmead

[Signature]

I hereby Certify that

According to the records of this Office, the Company LAFARGE SOUTH AFRICA (PROPRIETARY) LIMITED, Registration Number 05/27184/07 was incorporated on 23 October 1947.

In order to be Y2K compliant the registration numbers of all Companies and Close Corporations had to be changed from 1 January 2000. Government Gazette Number 20327, Notice Number 1762 of 6 August 1999.

The registration number 05/27184/07 had consequently been changed to 1947/027184/07.

Signed at PRETORIA this SEVENTH day of

DECEMBER Two thousand

REGISTRAR OF COMPANIES AND OF CLOSE CORPORATIONS
 SOUTH AFRICAN COMPANIES REGULATORY OFFICE

[Signature]
 Registrar of Companies and of Close Corporations
 South African Companies Regulatory Office