

**THE COMPETITION TRIBUNAL**

**IN THE MATTER OF** an application by the Commissioner of Competition for an order pursuant to sections 92 and 105 of the *Competition Act*, R.S.C. 1985, c. C-34 as amended;

**AND IN THE MATTER OF** an application by the Commissioner of Competition for an order pursuant to section 104 of the *Competition Act*;

**AND IN THE MATTER OF** the proposed acquisition by Lafarge S.A. of Blue Circle Industries plc, a company engaged in the construction materials business.

**B E T W E E N:**

**THE COMMISSIONER OF COMPETITION**

Applicant

and

**LAFARGE S.A.**

<b>COMPETITION TRIBUNAL</b> <b>TRIBUNAL DE LA CONCURRENCE</b>	
FILED	CT-2001/004 JUN JUN 15 2001 <i>gr</i>
REGISTRAR -- REGISTRAIRE	
OTTAWA, ONT.	#2(b)

Respondent

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**AFFIDAVIT OF MICHAEL SULLIVAN**

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**I, Michael Sullivan** of the City of Ottawa, Province of Ontario, Public Servant, **MAKE OATH AND SAY:**

1. I am a Senior Competition Law Officer at the Competition Bureau, Mergers Branch responsible for the conduct and management of the investigation of the proposed acquisition by Lafarge S.A. ("Lafarge ") of all of the shares of Blue Circle Industries plc ("Blue Circle") that it does not already own.

2. My sworn affidavit attached to the Statement of Grounds and Material Facts filed with the Consent Order Application accurately describes the investigation referred to in paragraph 1 above.

3. The Commissioner of Competition (the "Commissioner") proposes a Consent Interim Order for the purpose of maintaining the "Affected Businesses" listed in Schedule A of the Draft Consent Order and the Draft Consent Interim Order as independent businesses, separate and apart from the Respondent's other operations, pending the determination of the Commissioner's Consent Application.

4. Under the proposed Consent Interim Order, the Affected Businesses referred to in paragraph 3 above will be managed by an Independent Manager(s) under the supervision of a hold-separate Monitor.

5. I believe that without the Consent Interim Order, there will be irreparable harm to competition. The Respondent would be in a position to take actions that would adversely affect the competitiveness, assets, operations, or the financial position of the Affected Businesses to be divested pursuant to the Consent Application's Draft Consent Order, as more specifically described in paragraph 4 of the Draft Consent Interim Order.

6. I verily believe that that the Consent Interim Order is necessary to preserve the divestitures of the Affected Businesses. I also verily believe that the form of the Consent Interim Order proposed by the Commissioner will achieve that purpose.

SWORN BEFORE ME, at the City of Hull, )  
in the Province of Quebec, )  
this 15<sup>th</sup> day of June 2001. )  
)

*Nicole O'Reilly*

*Michael Sullivan*  
MICHAEL SULLIVAN

