

LAFARGE
Form S-8 POS
October 09, 2007

As filed with the Securities and Exchange Commission on October 9, 2007

Registration No. 333-143798

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

LAFARGE S.A.

(Exact name of Registrant as specified in its charter)

France
(State or other jurisdiction of
incorporation or organization)

61, rue des Belles Feuilles

75116 Paris

France

+33 1 44 34 11 11

Not Applicable
(I.R.S. Employer
Identification Number)

Edgar Filing: LAFARGE - Form S-8 POS

(Address of Registrant's principal executive offices)

Lafarge 2007 Performance Share Plan

(Full title of the plan)

**CT Corporation System
111 Eighth Avenue
New York, New York 10011
212-894-8940**

(Name, address and telephone number of agent for service)

with copies to:
**Michel Bisiaux
General Counsel
Lafarge, S.A.
61, rue des Belles Feuilles
75116 Paris, France**

+33 1 44 34 11 11

DEREGISTRATION OF UNSOLD SECURITIES

On June 15, 2007, Lafarge S.A. (the Registrant) filed with the Securities and Exchange Commission a Registration Statement on Form S-8 (Registration Statement 333-143798) (the Form S-8) registering 22,335 Ordinary Shares to be issued to participants under the Lafarge 2007 Performance Share Plan (the Plan).

On August 2, 2007, the Registrant announced its intention to delist its American Depositary Shares from the New York Stock Exchange (NYSE) and that this delisting would be followed by an application to deregister and terminate its reporting obligations under the Securities and Exchange Act of 1934.

As a result, the Registrant decided to terminate the registration of the Ordinary Shares under the Plan, effective as of the date hereof, thereby ceasing to offer and sell Ordinary Shares under the Plan pursuant to the Form S-8.

As of the date hereof, all of the Ordinary Shares registered in connection with the Plan remain unsold and pursuant to the Registrant s undertaking in Item 9 of Part II of this Registration Statement, this Post-Effective Amendment No. 1 to Registration Statement No. 333-143798 is being filed in order to deregister all Ordinary Shares registered under the Form S-8 remaining unsold under the Plan.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to its Registration Statement on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Paris, France on October 9, 2007.

By: /s/ Bruno Lafont
Name: Bruno Lafont
Title: Chairman and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 has been signed by the following persons in the capacities and on the date(s) indicated.

Name	Title
/s/ Bruno Lafont Bruno Lafont	Chairman and Chief Executive Officer (Principal Executive Officer and Director)
/s/ Bertrand Collomb Bertrand Collomb	Honorary Chairman of the Board (Director)
/s/ Jean-Jacques Gauthier Jean-Jacques Gauthier	Executive Vice President, Finance
Michael Blakenham	Director
/s/ Jean-Pierre Boisivon Jean-Pierre Boisivon	Director
/s/ Michel Bon Michel Bon	Director
/s/ Philippe Charrier Philippe Charrier	Director
Philippe Dauman	Director
Oscar Fanjul	Director

Edgar Filing: LAFARGE - Form S-8 POS

Juan Gallardo	Director
/s/ Alain Joly Alain Joly	Director
Bernard Kasriel	Director
Pierre de Lafarge	Director
/s/ Jacques Lefevre Jacques Lefevre	Director
/s/ Michel Pébereau Michel Pébereau	Director
/s/ Hélène Ploix Hélène Ploix	Director
/s/ Marc Soulé Marc Soulé	Chief Accounting Officer
/s/ Peter Keeley Peter Keeley	Authorized Representative in the United States