

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

IN RE: DOMESTIC DRYWALL
ANTITRUST LITIGATION

MDL No. 2437
13-MD-2437

THIS DOCUMENT RELATES TO:

All Actions

**PRESERVATION ORDER TO ACCOMMODATE TRANSFER OF LAFARGE NORTH
AMERICA INC. DOCUMENTS AND DATA TO PURCHASER AS PART OF SALE OF
LAFARGE GYPSUM BUSINESS ASSETS**

WHEREAS, on January 9, 2013, the Court entered an Order Setting Initial Conference ("January 9 Order"), which provided, among other things:

Preservation of Records. Each party shall preserve all documents and other records containing information potentially relevant to the subject matter of this litigation, and shall document their activities in this regard for possible production during discovery, or for the benefit of the court. Each party shall also preserve any physical evidence and shall not conduct any testing that alters physical evidence that may be useful in these cases.

WHEREAS, defendant Lafarge North America Inc. ("Lafarge") announced in June 2013 that Lafarge would be selling certain assets of its gypsum business (the "Sale Transaction") to an affiliate of Lone Star Funds (the "Purchaser") and Lafarge will no longer be in the gypsum board business after the closing of the Sale Transaction;

WHEREAS, Lafarge desires to have the Court's preservation order amended to make clear that the order does not prevent Lafarge from transferring documents and data to the Purchaser as part of the Sale Transaction; and

WHEREAS, Lafarge has notified Co-Lead Counsel for Direct Purchaser Plaintiffs and Co-Lead Counsel for Indirect Purchaser Plaintiffs of the preservation plan described below and Plaintiffs' Counsel have no objection to it.

NOW, THEREFORE, Direct Purchaser Plaintiffs, Indirect Purchaser Plaintiffs, Lafarge and the Purchaser agree as follows and ask the Court to enter an order reflecting the following:

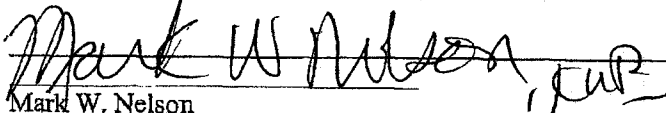
1. As part of the Sale Transaction, Lafarge has undertaken or will undertake to image, copy or create a back-up of certain documents and data related to the Lafarge gypsum business for preservation purposes. This preservation shall satisfy Lafarge's preservation obligations as to those documents, data and other records being transferred to the Purchaser.

2. The fact that Lafarge has preserved these documents and data shall not be treated as an admission or agreement by Lafarge that the documents and data are relevant, potentially relevant or discoverable in the litigation. Nor shall the fact that Lafarge has captured the documents from a particular employee be treated as an admission of agreement by Lafarge that the person is an appropriate custodian for document production purposes. Lafarge and the Purchaser reserve all their rights and objections as to any request for production of these documents and data, including all objections as to relevance, discoverability, burden, cost and the appropriateness of cost shifting to the party requesting the documents or data.

3. The January 9 Order should be amended as follows: "The transfer of gypsum business assets by defendant Lafarge North America Inc. ("Lafarge") to an affiliate of Lone Star Funds (the "Purchaser") in connection with the publicly announced transaction between those entities (the "Sale Transaction") is not a violation of the preservation requirements under this Court's January 9, 2013 Order. This amendment to the January 9 Order only addresses those documents and data that Lafarge is transferring to the Purchaser in connection with the Sale

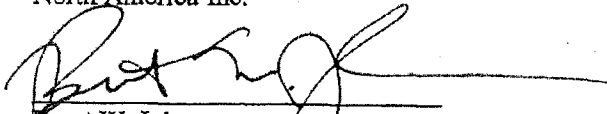
Transaction. The preservation provisions of the January 9 Order remain applicable to potentially relevant documents and data that Lafarge is not transferring to the Purchaser."

AGREED TO THIS ^{13TH} DAY OF August, 2013



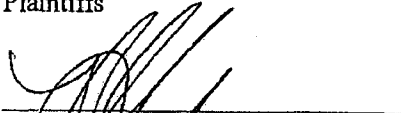
Mark W. Nelson
Cleary Gottlieb Steen & Hamilton LLP
2000 Pennsylvania Avenue, N.W.
Washington, D.C. 20006
Tel: (202) 974-1500
Email: mnelson@cgsh.com

Attorney for Defendant Lafarge
North America Inc.



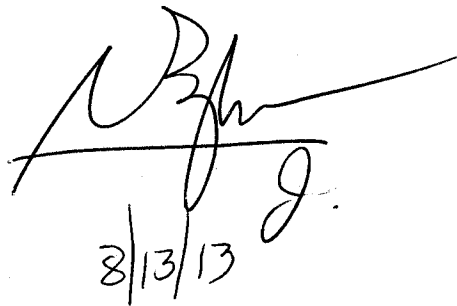
Brent W. Johnson
Cohen Milstein Sellers & Toll, PLLC
1100 New York Ave., N.W.
Washington, D.C. 20005
Tel: (202) 408-4600
Email: bjohnson@cohenmilstein.com

Co-Lead Counsel for Direct Purchaser
Plaintiffs



Lesley E. Weaver, Esq.
Green & Noblin P.C.
706 Larkspur Landing Circle, Suite 275
Larkspur, CA 94939
Tel: (415) 477-6700
Email: lew@classcounsel.com

Co-Lead Counsel for Indirect Purchaser
Plaintiffs


8/13/13