

**FIRST SUPPLEMENT DATED 21 SEPTEMBER 2021
TO THE PROSPECTUS DATED 4 AUGUST 2021**



Holcim Finance (Luxembourg) S.A.

(incorporated in Luxembourg as a société anonyme)

Holcim US Finance S.à r.l. & Cie S.C.S.

(incorporated in Luxembourg as a société en commandite simple)

Holcim Finance US LLC

(incorporated in Delaware as a limited liability company)

Holcim Helvetia Finance Ltd

(incorporated in Switzerland with limited liability)

Holcim Sterling Finance (Netherlands) B.V.

(incorporated in the Netherlands as a private company with limited liability)

Holcim Ltd

(incorporated in Switzerland with limited liability)

€15,000,000,000

**Euro Medium Term Note Programme
guaranteed in respect of Notes issued by
Holcim Finance (Luxembourg) S.A.,
Holcim US Finance S.à r.l. & Cie S.C.S.,
Holcim Finance US LLC, and
Holcim Sterling Finance (Netherlands) B.V.**

by

Holcim Ltd

(incorporated in Switzerland with limited liability)

This first supplement (“**Supplement**”) is supplemental to, and should be read in conjunction with, the prospectus dated 4 August 2021 (the “**Base Prospectus**” and, together with this Supplement, the “**Prospectus**”) prepared in relation to the €15,000,000,000 Euro Medium Term Note Programme (the “**Programme**”) of Holcim Finance (Luxembourg) S.A., Holcim US Finance S.à r.l. & Cie S.C.S., Holcim Finance US LLC, Holcim Helvetia Finance Ltd, Holcim Sterling Finance (Netherlands) B.V. and Holcim Ltd (the “**Issuers**”), guaranteed by Holcim Ltd (the “**Guarantor**”) in the case of Notes issued by Holcim Finance (Luxembourg) S.A., Holcim US Finance S.à r.l. & Cie S.C.S., Holcim Finance US LLC, Holcim Helvetia Finance Ltd, or Holcim Sterling Finance (Netherlands) B.V.

On 4 August 2021, the *Commission de Surveillance du Secteur Financier* (the “**CSSF**”) approved the Base Prospectus as a base prospectus for the purposes of Regulation (EU) 2017/1129 and SIX Exchange Regulation AG, in its capacity as a review body pursuant to article 52 of the Swiss Financial Services Act dated 15 June 2018 (the “**FinSA**”) (SIX Exchange Regulation AG in such capacity, the “**Swiss Review Body**”) approved this Prospectus as a base prospectus within the meaning of article 45 of the FinSA.

This Supplement constitutes (i) a supplement to the Base Prospectus for the purposes of Article 23 (1) of Regulation (EU) 2017/1129 and (ii) a supplement within the meaning of article 56 of the FinSA. This Supplement is dated, has been approved by the CSSF and has been filed with the Swiss Review Body on, 21 September 2021.

The purpose of this first Supplement is to (i) incorporate by reference into the Prospectus the Brazil Media Release (as defined below), (ii) update the section entitled “*Business*” in the Prospectus and (iii) update the section entitled “*General Information*” in the Prospectus.

Unless the context otherwise requires, terms defined in the Base Prospectus shall have the same meaning when used in this Supplement.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into this Supplement and (b) any statement in, or incorporated by reference in, the Base Prospectus, the statements referred to in (a) will prevail.

The Arranger and the Dealers have not separately verified the information contained in this Supplement.

None of the Dealers or the Arranger makes any representation, express or implied, or accepts any responsibility, with respect to the accuracy or completeness of any of the information in this Supplement.

The amendments included in this Supplement shall only apply to final terms, the date of which falls on or after the approval of this Supplement.

INCORPORATION OF INFORMATION BY REFERENCE

Brazil Media Release

On 10 September 2021, Holcim Ltd published a media release entitled “*Holcim divests business in Brazil*” (the “**Brazil Media Release**”).

The Brazil Media Release has been filed with the CSSF for the purposes of Regulation (EU) 2017/1129 and the sections set out in the table below are incorporated by reference in, and form part of, this Supplement.

The information incorporated by reference in this Supplement is available as follows:

Brazil Media Release

(available at

https://www.holcim.com/sites/holcim/files/atoms/files/20210910_press_holcim_brazil_divestment_en.pdf

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Any information contained in any of the documents specified above which is not incorporated by reference in this Supplement is either not relevant to investors or is covered elsewhere in this Supplement or the Prospectus.

Copies of this Supplement, the Brazil Media Release shall be made available, free of charge, at the specified offices of the Fiscal Agent and, in respect of Notes to be listed and traded on the Luxembourg Stock Exchange, at the specified offices of each of the Paying Agents for the time being in Luxembourg, as described in the section entitled “*General Information*” of the Prospectus and will also be available to view on the website of each Issuer (www.holcim.com/bond-documents-emt) and the Luxembourg Stock Exchange’s website: “www.bourse.lu”.

BUSINESS

A new section entitled “*Court, Arbitral and Administrative Proceedings*” with a sub-paragraph entitled “*Syria*” shall be added after the section “*Auditors*” on page 134 of the Base Prospectus with the following wording:

“*Syria*

The criminal proceedings in France related to the alleged dealings of Lafarge Cement Syria with terrorist organizations in the years 2013 and 2014 are currently pending with the investigating judges in Paris. The Court of Appeal decided

on 7 November 2019 to drop one of the charges, complicity in crimes against humanity. The Supreme Court reviewed the Court of Appeal's decision and decided on 7 September 2021 to refer the case back to the investigating chamber (Court of Appeal). The Supreme Court decision does not conclude that Lafarge SA is guilty of any of the charges and Lafarge SA continues to cooperate fully with the French judicial authorities.”

GENERAL INFORMATION

Paragraphs 3 and 5 of the section entitled “*General Information*” on page 172 of the Base Prospectus shall be deemed deleted and replaced with the following wording:

- “(3) Except as disclosed in note 18 to the consolidated financial statements of Holcim Ltd for the six-month period ended 30 June 2021, the Half-Year 2021 Results Media Release, the Half-Year 2021 Analyst Presentation and the Brazil Media Release, which are incorporated by reference in this Prospectus, there has been no significant change in the financial performance or position of the Group since 30 June 2021. Except as disclosed in notes 17 and 18 to the consolidated financial statements of Holcim Ltd for the six-month period ended 30 June 2021, the Half-Year 2021 Results Media Release and the Half-Year 2021 Analyst Presentation and the Brazil Media Release, which are incorporated by reference in this Prospectus, there has been no material adverse change in the prospects of HFL, SCSL, HFUS, HSFN or Holcim Ltd since 31 December 2020.
- (5) Except as disclosed in “*Risk Factors — Risks Relating to the Group’s Business – Legal and compliance risks – Competition regulation*” on page 22, “*Risk Factors — Risks Relating to the Group’s Business – Legal and compliance risks — Litigation risks*” on page 23, note 16.3 to the consolidated financial statements of LafargeHolcim Ltd for the year ended 31 December 2020, note 17 to the consolidated financial statements of Holcim Ltd for the six-month period ended 30 June 2021, which are incorporated by reference in this Prospectus and in “*Business — Court, Arbitral and Administrative Proceedings — Syria*” of pages [2 and 3] of this Supplement, none of the Obligors nor any member of the Group has been involved in any governmental, legal or arbitration proceedings (including any proceedings which are pending or threatened of which any Obligor is aware) during the 12 months preceding the date of this Prospectus which may have or have had in the recent past significant effects, in the context of the issue of the Notes, on the financial position or profitability of any of the Obligors.”

RESPONSIBILITY STATEMENT

Each of the Issuers and the Guarantor accepts responsibility for the information contained in this Supplement. Each of the Issuers and the Guarantor declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is, to the best of its knowledge, in accordance with the facts and does not omit anything likely to affect the import of such information.

Save as disclosed in this Supplement or in any document incorporated by reference in the Prospectus by virtue of this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Prospectus has arisen or been noted, as the case may be, since the publication of the Prospectus.