

Final Terms dated 24 May 2016

**Holcim Finance (Luxembourg) S.A.**  
Issue of €1,150,000,000 1.375 per cent. Guaranteed Notes due 2023  
under the  
**€10,000,000,000 Euro Medium Term Note Programme**  
**guaranteed by LafargeHolcim Ltd**

**Part A – Contractual Terms**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Prospectus dated 18 May 2016 which constitutes a base prospectus (the "**Prospectus**") for the purposes of Directive 2003/71/EC (and amendments thereto, including Directive 2010/73/EU) (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Prospectus. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus. The Prospectus and the Final Terms are available for viewing at the specified office of the Fiscal Agent and on the Luxembourg Stock Exchange's website: "[www.bourse.lu](http://www.bourse.lu)".

1	(i) Series Number:	21
	(ii) Tranche Number:	1
	(iii) Date on which the Notes will be consolidated to form a single Series:	Not Applicable
2	Specified Currency or Currencies:	Euro ("€")
3	Aggregate Nominal Amount:	
	(i) Series:	€1,150,000,000
	(ii) Tranche:	€1,150,000,000
4	Issue Price:	99.907 per cent. of the Aggregate Nominal Amount
5	(i) Specified Denominations:	€100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000. No notes in definitive form will be issued with a denomination above €199,000.
	(ii) Calculation Amount:	€1,000
6	(i) Issue Date:	26 May 2016
	(ii) Interest Commencement Date:	Issue Date
7	Maturity Date:	26 May 2023
8	(i) Interest Basis:	1.375 per cent. Fixed Rate (further particulars specified below)
	(ii) Step Down Rating Change or Step Up Rating Change Event:	Not Applicable
9	Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount

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10	Change of Interest Basis:	Not Applicable
11	Put/Call Options:	Issuer Call Change of Control Put (further particulars specified below)
12	Date Board approval for issuance of Notes and Guarantee obtained:	Not Applicable

#### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	1.375 per cent. per annum payable annually in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	26 May in each year, commencing on 26 May 2017, up to and including the Maturity Date
	(iii) Fixed Coupon Amount:	€13.75 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction (Condition 5(i)):	Actual/Actual-ICMA
	(vi) Determination Dates (Condition 5(i)):	26 May in each year
14	Floating Rate Note Provisions	Not Applicable
15	Zero Coupon Note Provisions	Not Applicable

#### PROVISIONS RELATING TO REDEMPTION

16	Call Option	Applicable
	(i) Optional Redemption Date(s):	At any time
	(ii) Optional Redemption Amount(s) of each Note:	If the Optional Redemption Date is prior to 3 months before the Maturity Date, the Notes are redeemable at the Make-Whole Amount.  If the Optional Redemption Date is 3 months before the Maturity Date or thereafter, the Notes are redeemable at par.
	(a) Make-Whole Amount:	
	– Quotation Time:	11 a.m. (Central European Time)
	– Determination Date:	Optional Redemption Date
	– Reference Bond:	DBR 1.500 per cent. due May 2023
	– Redemption Margin:	0.25 per cent.
	(iii) If redeemable in part:	
	(a) Minimum Redemption Amount:	€100,000
	(b) Maximum Redemption Amount:	Not Applicable
	(iv) Notice period:	Minimum period: 30 days Maximum period: 60 days
17	Put Option	Not Applicable
18	Change of Control Put:	Applicable

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|------|--|-------------------------------|
| (i)  | Change of Control Redemption Amount:   | €1,000 per Calculation Amount |
| (ii) | Change of Control Put Period:  | 30 days                       |
| 19   | Final Redemption Amount of each Note:  | €1,000 per Calculation Amount |
| 20   | Early Redemption Amount  |                               |
|      | Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on event of default or other early redemption: | €1,000 per Calculation Amount |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

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|----|---|---|
| 21 | Form of Notes:  | Bearer Notes:<br><br>Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note. |
| 22 | New Global Note:  | Yes   |
| 23 | Financial Centre(s):  | London, Luxembourg and Zurich   |
| 24 | Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): | No  |

Signed on behalf of the Issuer:

By: \_\_\_\_\_  
Duly authorised

Signed on behalf of the Guarantor:

By: \_\_\_\_\_  
Duly authorised

## Part B – Other Information

### 1 Admission to Trading

- (i) Admission to trading: Application has been made for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from 26 May 2016.
- (ii) Estimate of total expenses related to admission to trading €2,875

### 2 Ratings

- Ratings: The following ratings reflect ratings assigned to Notes of this type issued under the Programme generally:  
S&P: BBB (stable)  
Moody's: Baa2 (negative)

### 3 Interests of Natural and Legal Persons Involved in the Issue

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

### 4 Yield

- Indication of yield: 1.389 per cent.

### 5 Operational Information

- ISIN: XS1420337633  
Common Code: 142033763  
Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification number(s) Not Applicable  
Delivery: Delivery against payment  
Names and addresses of initial Paying Agent(s): **Citibank, N.A., London Branch**  
Citigroup Centre  
Canada Square  
Canary Wharf  
London E14 5LB  
United Kingdom  
Names and addresses of additional Paying Agent(s) (if any): Not Applicable  
Intended to be held in a manner which Yes

would allow Eurosystem eligibility

Note that the designation "yes" simply means that the Notes are intended to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

## 6 Distribution

(i) If syndicated, details of Managers and Bookrunners:

(A) Names of Managers and Bookrunners:

Banco Bilbao Vizcaya Argentaria, S.A.  
Banco Santander, S.A.  
BNP Paribas  
Commerzbank Aktiengesellschaft  
Goldman Sachs International  
HSBC Bank plc  
Mitsubishi UFJ Securities International plc  
Morgan Stanley & Co. International plc  
Natixis  
Société Générale  
UBS Limited

(B) Stabilisation Manager(s) (if any):

Goldman Sachs International

(ii) If non-syndicated, details of Dealer:

Not Applicable

(iii) U.S. Selling Restrictions:

Reg. S Compliance Category 2; TEFRA D