

Final Terms dated 29 May 2013

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

Issue of USD 50,000,000 4.20 per cent. Notes due 3 June 2033
under the
€8,000,000,000 Euro Medium Term Note Programme
guaranteed by Holcim 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 14 May 2013 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”.

1	(i) Series Number:	18
	(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:	United States Dollars (“USD”)
3	Aggregate Nominal Amount of Notes:	
	(i) Series:	USD 50,000,000
	(ii) Tranche:	USD 50,000,000
4	Issue Price:	100.00 per cent. of the Aggregate Nominal Amount
5	(i) Specified Denominations:	USD 200,000
	(ii) Calculation Amount:	USD 200,000
6	(i) Issue Date:	3 June 2013
	(ii) Interest Commencement Date:	Issue Date
7	Maturity Date:	3 June 2033
8	(i) Interest Basis:	4.20 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 100.00 per cent. of their nominal amount
10	Put/Call Options:	Change of Control Put (further particulars specified below)
11	Date Board approval for issuance of Notes and Guarantee obtained:	3 May 2013 and 6 May 2013 respectively

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

12	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	4.20 per cent. per annum payable annually in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	3 June in each year, commencing on 3 June 2014, up to and including the Maturity Date
	(iii) Fixed Coupon Amount:	USD 8,400 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction (Condition 5(h)):	30/360
	(vi) Determination Dates (Condition 5(h)):	Not Applicable
13	Floating Rate Note Provisions	Not Applicable
14	Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

15	Call Option	Not Applicable
16	Put Option	Not Applicable
17	Change of Control Put:	Applicable
	(i) Change of Control Redemption Amount:	USD 200,000 per Calculation Amount
	(ii) Change of Control Put Period:	30 days
18	Final Redemption Amount of each Note:	USD 200,000 per Calculation Amount
19	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:	USD 200,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

20	Form of Notes:	Bearer Notes: 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
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| 21 | New Global Note: | Yes |
| 22 | Financial Centre(s): | London, Luxembourg, New York and TARGET |
| 23 | Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): | No |

RESPONSIBILITY

The Issuer and the Guarantor confirm that, to the best of their knowledge, the information contained in the Prospectus is correct and no material facts or circumstances have been omitted.

Signed on behalf of the Issuer:

By: _____

Duly authorised

Signed on behalf of the Guarantor:

By: _____

Duly authorised

Part B – Other Information

1 Listing and Admission to Trading

- (i) Listing: Luxembourg Stock Exchange
- (ii) 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 3 June 2013.
- (iii) Estimate of total expenses related to admission to trading: EUR 7,000

2 Ratings

Ratings: The Notes to be issued are expected to be rated by:
S&P: BBB
Moody's: Baa2

Moody's and S&P are established in the European Union and are registered under Regulation (EC) No. 1060/2009 (as amended).

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: 4.20 per cent. per annum

5 Operational Information

ISIN Code: XS0939681408
Common Code: 093968140
Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, société anonyme 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

Banque Internationale à Luxembourg
69, route d'Esch
L-2953 Luxembourg
Luxembourg

Names and addresses of additional Paying Agent(s) (if any):

Not Applicable

Notices to be published in [●] (*Disclosure in relation to Swiss statutory rules on noteholder meetings*):

Not Applicable

Intended to be held in a manner which would allow Eurosystem eligibility

Yes

Note that the designation "yes" 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. The Notes will be deposited initially upon issue with one of the ICSDs acting as common safekeeper

6 Distribution

(i) If syndicated, details of Managers:

Not Applicable

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

Landesbank Baden-Württemberg
Am Hauptbahnhof 2
70173 Stuttgart
Germany

(iii) U.S. Selling Restrictions:

Reg. S Compliance Category 2; TEFRA D