

Final Terms

Final Terms dated 5 December 2013

Holcim Ltd

Issue of CHF 250,000,000 2.00 per cent. Notes due 2022 (the "Notes")
under the

€8,000,000,000 Euro Medium Term Note Programme

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 and the Prospectus Supplements dated 18 September 2013 and 12 November 2013 (the "Prospectus Supplements") which together constitute 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 as so supplemented. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus as so supplemented. The Prospectus, the Prospectus Supplements and the Final Terms are available for viewing and copies may be obtained free of charge at UBS AG, P.O. Box, CH-8098 Zurich, Switzerland.

These Final Terms, together with the Prospectus and the Prospectus Supplements constitute the listing prospectus for the Notes for purposes of the Listing Rules of the SIX Swiss Exchange AG. The CSSF is not the competent authority and has neither approved nor reviewed these Final Terms or the Prospectus in respect of the Notes.

1	(i)	Series Number:	19
	(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:	Swiss Francs ("CHF")
3		Aggregate Nominal Amount of Notes:	CHF 250,000,000
	(i)	Series:	CHF 250,000,000
	(ii)	Tranche:	CHF 250,000,000
4		Issue Price:	100.870 per cent. of the Aggregate Nominal Amount
5	(i)	Specified Denominations:	CHF 5,000 and integral multiples thereof
	(ii)	Calculation Amount:	CHF 5,000
6	(i)	Issue Date:	9 December 2013
	(ii)	Interest Commencement Date:	9 December 2013

7	Maturity Date:	9 June 2022
8	(i) Interest Basis:	2.00 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 the nominal amount
10	Put/Call Options:	Change of Control Put (further particulars specified below)
11	Date Board approval for issuance of Notes obtained:	5 November 2012

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

12	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	2.00 per cent. per annum payable annually in arrear on each Interest Payment Date
	(ii) Interest Payment Date(s):	9 June in each year not adjusted, commencing on 9 June 2014, up to and including the Maturity Date
	(iii) Fixed Coupon Amount(s):	CHF 100.00 per Calculation Amount other than the Interest Payment Date falling on 9 June 2014
	(iv) Broken Amount(s):	CHF 50.00 per Calculation Amount, payable on the Interest Payment Date falling on 9 June 2014
	(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:	CHF 5,000 per Calculation Amount
	(ii) Change of Control Put Period:	30 days
18	Final Redemption Amount of each Note:	CHF 5,000 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: CHF 5,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 20** Form of Notes: Bearer Notes:
Swiss Franc Notes represented by a Permanent Global Note exchangeable for Definitive Notes in the limited circumstances specified in such Permanent Global Note.
- 21** New Global Note: No
- 22** Financial Centre(s): Zurich
- 23** Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature): No

USE OF PROCEEDS

- 24** Use of Proceeds: The net proceeds amounting to CHF 249,625,000 from the issue will be used for the general corporate purposes of the Group.

REPRESENTATION

In accordance with Article 43 of the Listing Rules of the SIX Swiss Exchange, the Issuer has appointed UBS AG, P.O. Box, CH-8098 Zurich, Switzerland as recognised representative to lodge the listing application with the Regulatory Board of the SIX Swiss Exchange.

MATERIAL ADVERSE CHANGE STATEMENT


Except as disclosed in the Prospectus as supplemented as at the date hereof, no material adverse changes have occurred in the assets and liabilities, financial position or profits and losses of the Issuer since 30 September 2013.

RESPONSIBILITY

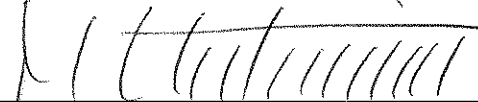
The Issuer confirms that, to the best of its knowledge, the information contained in the Prospectus as supplemented is correct and no material facts or circumstances have been omitted.

Signed on behalf of the Issuer:

HOLCIM LTD

By: 

Duly authorised

By: 

Duly authorised

Part B – Other Information

1 Listing and Admission to Trading

SIX Swiss Exchange

The first day of trading on the SIX Swiss Exchange will be 5 December 2013. Application for definitive listing on the main segment of the SIX Swiss Exchange will be made as soon as practicable thereafter and (if granted) will only be granted after the Issue Date.

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|-------------------------|---------------------------------------|
| (i) Trading Volume: | CHF 5,000 |
| (ii) First Trading Day: | 5 December 2013 (provisional trading) |
| (iii) Last Trading Day: | Expected to be 3 June 2022. |

2 Ratings

The Notes to be issued have been rated by:
S&P: BBB
Moody's: Baa2

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

3 Interests of Natural and Legal Persons Involved in the Offer

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: 1.979 per cent. per annum

The yield is calculated at the Issue Date on the basis of the reoffer price. It is not an indication of future yield.

5 Operational Information

ISIN Code:	CH0228531452
Common Code:	100075466
Swiss Securities Number:	22 853 145

Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, société anonyme and the relevant identification number(s)	SIX SIS AG, Olten, Switzerland
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Delivery:	Delivery against payment
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Name and address of initial Swiss Principal Paying Agent:	UBS AG, P.O. Box CH-8098 Zurich, Switzerland shall act as principal paying agent in Switzerland (the " Swiss Principal Paying Agent ") in respect of the Notes. All references in the Conditions of
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the Notes to the Fiscal Agent shall be deemed to be references to the Swiss Principal Paying Agent.

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

BNP Paribas (Suisse) SA, Credit Suisse AG and Zürcher Kantonalbank shall act as paying agents in Switzerland (together with the Swiss Principal Paying Agent collectively the “**Swiss Paying Agents**”) in respect of the Notes. All references in the Conditions of the Notes to the Paying Agents shall be deemed to be references to the Swiss Paying Agents.

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

Yes. In accordance with Condition 14.

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

No

6 Distribution

- | | | |
|-------|--|---|
| (i) | If syndicated, details of Managers and underwriting commitments: | BNP Paribas (Suisse) SA
Credit Suisse AG
UBS AG
Zürcher Kantonalbank |
| (ii) | Date of Subscription Agreement: | 5 December 2013 |
| (iii) | If non-syndicated, details of Dealer: | Not Applicable |
| (iv) | Total commission and concession: | 1.00 per cent. of the Aggregate Nominal Amount |
| (v) | U.S. Selling Restrictions: | Reg. S Compliance Category 2; TEFRA D in accordance with Swiss practice |
| (vi) | Non Exempt Offer: | Not Applicable |