Holcim Finance US LLC

Financial Statements

December 31, 2023

General information

Managers

Laurent Jaques Ian Johnston Markus Unternährer

Registered office

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Member

Holcim Participations (US) Inc. 100%

Auditors

Ernst & Young LLP

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DECEMBER 31, 2023 and DECEMBER 31, 2022

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Report of Independent Auditors

Managers Holcim Finance US LLC

Opinion

We have audited the financial statements of Holcim Finance US LLC (the "Company"), which comprise the statement of financial position as of December 31, 2023 and 2022, and the related statements of income or loss, comprehensive income or loss, changes in (deficit) equity, and cash flows for the years then ended, and the related notes (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company at December 31, 2023 and 2022, and the results of its operations and its cash flows for the years then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.



Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free of material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Ernst + Young LLP

February 23, 2024

Statement of income or loss

(all amounts in USD thousands)		For the year ended December 31		
	Note	2023 20		
Incomes				
Financial income	7	62,923	83,256	
		62,923	83,256	
Expenses				
Financial expenses	7	(61,200)	(86,995)	
		(61,200)	(86,995)	
Net income/(loss) before taxes		1,723	(3,739)	
Income tax (expense)/benefit		(362)	785	
Net income/(loss) for the year	1,361 (2,954)			

Statement of comprehensive income or loss

(all amounts in USD thousands)	For the year end	For the year ended December 31	
	2023	2022	
Net income/(loss)	1,361	(2,954)	
Total comprehensive income/(loss)	1,361	(2,954)	

Statement of financial position

(all amounts in USD thousands)		As at December 31		
	Note	2023 20		
Cash and cash equivalents	8	526,123	2	
Current financial assets	9	15,998	17,754	
Prepaid expenses and other current assets		-	777	
Total current assets		542,121	18,533	
Non-current financial assets	10	974,116	1,220,116	
Deferred tax assets		423	785	
Total non-current assets		974,539	1,220,901	
Total assets		1,516,660	1,239,434	
Current financial liabilities	11	537,979	16,915	
Other current liabilities		-	44	
Total current liabilities		537,979	16,959	
Non-current financial liabilities	12	975,922	1,225,121	
Total non-current liabilities		975,922	1,225,121	
Total liabilities		1,513,901	1,242,080	
Reserves		1,361	-	
Retained earnings		1,398	(2,646)	
Total shareholder's equity/(deficit)		2,759	(2,646)	
Total liabilities and shareholder's equity		1,516,660	1,239,434	

Statement of changes in (deficit) equity

(all amounts in USD thousands)	
	Total member's equity
Equity as at January 1, 2022	308
Net loss	(2,954)
Total comprehensive loss	(2,954)
Equity as at December 31, 2022	(2,646)
Equity as at January 1, 2023	(2,646)
Net profit	1,361
Total comprehensive income	1,361
Reclassification	4,044
Equity as at December 31, 2023	2,759

Statement of cash flows

(all amounts in USD thousands)	D thousands) For the year ended December 31	
	2023	2022
Interest and financial income received	63,288	85,356
Interest and financial expenses paid	(61,373)	(88,102)
Cash flow from (used in) operating activities (A)	1,915	(2,746)
Decrease current financial assets	1,391	2,697
Repayment of non-current financial assets	250,000	338,000
Cash flow from investing activities (B)	251,391	340,697
Proceeds from current financial liabilities	526,515	-
Repayment of current financial liabilities	(3,700)	-
Repayment of non-current financial liabilities	(250,000)	(338,000)
Cash flow from (used in) financing activities (C)	272,815	(338,000)
Increase(Decrease) in cash and cash equivalents (A + B + C)	526,121	(49)
Cash and cash equivalents as at January 1 (net)	2	51
Increase(Decrease) in cash and cash equivalents	526,121	(49)
Cash and cash equivalents as at December 31 (net)	526,123	2

Notes to the financial statements

1. Company information

Holcim Finance US LLC (the "Company"), formally known as LafargeHolcim Finance US LLC is a limited liability company formed in the United States of America ("USA"). The date of formation was on August 31, 2016. In 2021, the Company changed its name from LafargeHolcim Finance US LLC to Holcim Finance US LLC to reflect the corporate group name change to Holcim Ltd. The principal activity of the Company is providing financing to related parties in US dollars ("USD").

The shares of the Company are held by Holcim Participations (US) Inc. ("HPUS"), and its ultimate parent company is Holcim Ltd (the "Group").

No dividends were recognized as distributions to the equity holder during the years ended December 31, 2023 and 2022.

These financial statements are the Company's separate financial statements in accordance with International Accounting Standards (IAS) 27 Consolidated and Separate Financial Statements.

2. Summary of significant accounting policies

Basis of accounting

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and under the historical cost convention, modified as required. In this respect, the Company's assessment is that no material uncertainties exist about its ability to continue as a going concern.

Related companies refer to group companies consolidated in the Holcim Ltd financial statements.

Presentation currency

The assets and liabilities of the Company are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The Company's presentation and functional currency is USD.

Cash and cash equivalents

Cash and cash equivalents are financial assets. Cash equivalents are readily convertible into a known amount of cash with original maturity of three months or less.

Current financial assets

Current financial receivables are recognized and carried at the value of the financial agreements.

Non-current financial assets

Non-current financial assets consist of receivables that are due more than 12 months with related companies. Noncurrent financial assets are measured at amortized cost using the effective interest method.

Financial assets that are due within 12 months after the end of the reporting period are classified as current assets unless the Company has an unconditional right to defer settlement of the assets until more than 12 months after the reporting period.

Impairment of financial assets

The Company has no recorded impairments of financial assets. IFRS 9 requires the Company to measure and record the expected credit loss ("ECL"), which means that anticipated as opposed to incurred credit losses are recognized resulting in earlier recognition of impairments. A loss allowance for expected credit losses is determined for all financial assets, other than those at Fair Value Through Profit and Loss (FVTPL), at the end of each reporting period. The expected credit loss recognized represents a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Non-current financing liabilities

Bank loans acquired and non-convertible bonds issued are recognized initially at the proceeds received, net of transaction costs incurred. Subsequently, bank loans and non-convertible bonds are stated at amortized cost using the effective interest method with any difference between the proceeds (net of transaction costs) and the redemption value being recognized in the statement of profit and loss over the term of the borrowings.

Financial liabilities that are due within 12 months after the end of the reporting period are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability until more than 12 months after the reporting period.

Current and deferred taxes

The Company is a single-member limited liability company (LLC). Under this classification, the Company is disregarded as an entity separate from its owner in accordance with the United States Internal Revenue Code, and therefore, the Company does not pay federal corporate income taxes on its taxable income. However, the Company has elected to record federal income taxes on its financial statements as if it was subject to federal income taxes.

3. Critical accounting judgements and key sources of estimation uncertainty

Use of estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of incomes, expenses, assets, liabilities and related disclosures at the date of the financial statements. These estimates are based on management's best knowledge of current events and actions that the Company may undertake in the future. However, actual results may differ from those estimates.

4. Risk management

Financial risk management

The Company's activities expose it to a variety of financial risks, including the effect of changes in debt structure and equity market liquidity, interest rate, and credit risk. The Company's overall risk management focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance of the Company. Financial risk management within the Company is governed by policies approved by Holcim Group key management personnel. It provides principles for overall risk management, as well as policies covering specific areas such as interest rate risk, credit risk, and investing of excess cash.

Liquidity risk

The Company needs liquidity to meet its obligations. As an individual company, it is responsible for its own cash balances and the raising of internal and external credit lines to cover the liquidity needs, subject to guidance by the Group and, in certain cases, approval at Group level. The Group monitors its liquidity risk by using a recurring liquidity planning tool and maintains cash, readily realizable marketable securities and unused committed credit lines to meet its liquidity requirements. In addition, the strong creditworthiness of the Group allows it to access international financial markets for financing purposes.

Market risk

Holcim Group is exposed to market risk, primarily relating to interest rate risk. The Group's objective is to reduce fluctuations in earnings and cash flows associated with changes in interest rate risk.

Interest rate risk

Interest rate risk arises from movements in interest rates which could affect the Company's financial results and market values of its financial instruments. The Company is primarily exposed to fluctuations in interest rates on its financial liabilities at floating rates which may cause variations in the Company's financial results. The exposure is mainly addressed through the management of the fixed/floating ratio of financial liabilities. To manage this mix, the Company may enter into interest rate swap agreements, in which it exchanges periodic payments based on notional amounts and agreed-upon fixed and floating interest rates. The Company is also exposed to the evolution of interest rates and credit markets for its future refinancing, which may result in a lower or higher cost of financing. The Company constantly monitors credit markets and the aim of its financing strategy is to achieve a well-balanced maturity profile to reduce both the risk of refinancing and of large fluctuations of its financing cost. The Company has no interest rate swap agreements.

Capital structure

The Company's objectives when managing capital are to secure the Company's financial needs as a going concern. The Company manages the capital structure by ensuring an adequate cash flow from operating activities. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to member, return capital to the member, issue new shares, or sell assets to reduce debt.

Credit risk

Credit risks, or the risk of counterparties defaulting, are constantly monitored on a Group level. In general, the Company only enters into financial transactions with related counterparties, as well as with non-related counterparties with high credit ratings. The Group does not expect any counterparty to be unable to fulfill their obligations under their respective financing agreements.

The maximum exposure to credit risk is represented by the carrying amount of each financial asset, in the statement of financial position.

Fair value estimation

The Company has no financial instruments valued at fair value that flow through profit or loss.

The fair value of publicly traded financial instruments is generally based on quoted (unadjusted) market prices at the end of the reporting period.

For non-publicly traded financial instruments, the fair value is determined by using a variety of methods, such as the discounted cash flow method and option pricing models. The valuation methods seek to maximize the use of observable market data existing at the end of the reporting period.

The fair value of current financial assets and liabilities at amortized cost are assumed to approximate their carrying amounts due to the current nature of these financial instruments.

The levels of fair value hierarchy used are defined as follows:

Level 1 fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities. The types of assets carried at level 1 fair value are equity and debt securities listed in active markets.

Level 2 fair value measurements are those derived from valuation techniques using inputs for the asset or liability that are observable market data, either directly or indirectly. Such valuation techniques include the discounted cash flow method and option pricing models. For example, the fair value of interest rates and currency swaps is determined by discounting estimated future cash flows, and the fair value of forward foreign exchange contracts is determined using the forward exchange market at the end of the reporting period.

Level 3 fair value measurements are those derived from valuation techniques using inputs for the asset or liability that are not based on observable market data. In 2023 and 2022, there were no financial assets and liabilities allocated to level 3.

There have been no transfers between the different hierarchy levels in 2023 and 2022.

5. Financial instruments and fair values

December 31 2023

Carrying amount

(all amounts in USD thousands)

	Financial assets at amortised cost	Total
Financial assets measured at amortized cost	990,114	990,114
Financial liabilities measured at amortized cost	1,513,901	1,513,901

December 31 2022

Carrying amount

(all amounts in USD thousands)

	Financial assets at amortised cost	Total
Financial assets measured at amortized cost	1,237,870	1,237,870
Financial liabilities measured at amortized cost	1,242,036	1,242,036

The carrying amounts of current financial assets and liabilities at amortized cost are assumed to approximate their fair value due to the nature of these financial instruments. Non-current financial liabilities fair values are presented in Note 12.

6. Contractual maturity analysis

	Contractual undiscounted cash flows						
(all amounts in USD thousands)	Within 1 year	Within 2 years	Within 3 years	Within 4 years	Within 5 years	Thereafter	Total
2023							
Non-derivative financial liabilities	42,025	42,025	442,025	28,025	28,025	1,094,450	1,676,575
Total	42,025	42,025	442,025	28,025	28,025	1,094,450	1,676,575
2022							
Non-derivative financial liabilities	55,091	305,091	42,025	442,025	28,025	1,122,475	1,994,732
Total	55,091	305,091	42,025	442,025	28,025	1,122,475	1,994,732

The contractual cash flows are based on the earliest date on which the Company can be required to pay. The above table does not include the annual guarantee fees for the following: USD 4,800 thousands on the 3.5% 2026 bond and USD 9,440 thousands on the 4.75% 2046 bond.

7. Financial income and financial expenses

(all amounts in USD thousands)	2023	2022
Financial income - parent	60,764	83,256
Financial income - other related companies	2,159	0
Total financial income	62,923	83,256
Of which:		
Interest income	62,923	83,256
(all amounts in USD thousands)	2023	2022
Financial expenses - parent	(14,729)	(19,563)
Financial expenses - third parties	(46,471)	(67,432)
Total financial expenses	(61,200)	(86,995)
Of which:		
Of which: Interest expense	(10, 171)	(00.004)
•	(46,471)	(63,334)
Guarantee fee expense	(14,729)	(19,563)
Other financial expense - bond early repayment	-	(4,098)

Financial expenses – parent, relates to the bond, private placement and term loan guarantees provided by parent and its associated expense. Financial expenses - third parties, relates primarily to the interest expense associated with the bonds that were issued in 2016, private placements issued in 2018 and term loan issued in 2019. Other financial expenses relate to private placement early repayment which were maturing in 2025.

Interest rate sensitivity

The Company's sensitivity analysis has been determined based on the interest rate exposure relating to the Company's financial liabilities at variable rate as at December 31, 2023. One percentage point change is used when the interest rate risk is reported internally to key management personnel and represents management's assessment of a reasonably possible change in interest rates.

At December 31, 2023, one percentage point shift in interest rates, with all other assumptions held constant, would result in USD zero impact on net income/(loss) before taxes.

8. Cash and Cash Equivalents Notes to the cash flow statements

(all amounts in USD thousands)	2023	2022
Cash at banks and in hand	442	2
Short term deposits	525,681	-
Total cash and cash equivalents	526,123	2
Of which pledged / restricted	-	-

Short term deposits with maturity of less than three months have been placed with Mizuho Bank, Ltd. and Royal Bank of Canada at the end of December 31 2023.

Changes in liabilities arising from financing activities

The table below details changes in the Company's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Company's cash flow statement as cash flows from financing activities.

(all amounts in USD thousands)	1 January 2023	Financing cash flows (i)	Other changes (ii)	31 December 2023
Bank loans (note 11 and 12)	1,236,947	(250,000)	224	987,171
Loans from related parties (note 11)	5,089	522,815	(1,174)	526,730
Total liabilities from financing activities	1,242,036	272,815	(950)	1,513,901

(i) The cash flows from bank loans, loans from related parties and other borrowings make up the net amount of proceeds from borrowings and repayments of borrowings in the cash flow statement.

(ii) Other changes include interest accruals and payments.

(all amounts in USD thousands)	1 January 2022	Financing cash flows (i)	Other changes (ii)	31 December 2022
Bank loans (note 11 and 12)	1,575,784	(338,000)	(837)	1,236,947
Loans from related parties (note 11)	5,522		(433)	5,089
Total liabilities from financing activities	1,581,306	(338,000)	(1,270)	1,242,036

(i) The cash flows from bank loans, loans from related parties and other borrowings make up the net amount of proceeds from borrowings and repayments of borrowings in the cash flow statement. (ii) Other changes include interest accruals and payments.

9. Current financial assets

(all amounts in USD thousands)	2023	2022
Current financial receivables	15,765	17,754
Current financial receivables - third parties	233	-
Total	15,998	17,754
Of which pledged / restricted	-	-

The carrying amounts of short-term financial assets approximate their fair value. During October 2018 the Company entered into an agreement with the parent to provide advances to the parent up to USD 500,000 thousands. During 2022 USD 2,697 thousands was repaid by the parent and the outstanding balance as of December 31, 2022 was USD 1,391 thousands. During 2023 USD 1,391 thousands was repaid by the parent and the outstanding balance as of December 31, 2023 is USD zero.

10. Non-current financial assets

(all amounts in USD thousands)	2023	2022
Non-current financial receivables - parent	974,116	1,220,116
Total	974,116	1,220,116
Of which pledged / restricted	-	-

Interest rate structure of non-current financial receivables

(all amounts in USD thousands)	2023	2022
Financial receivables at fixed rates	974,116	970,116
Financial receivables at variable rates	-	250,000
Total	974,116	1,220,116

Long-term financial assets – parent, includes two outstanding notes receivable and one note receivable that was paid in 2023.

Two of the notes were issued on September 22, 2016. One note for USD 397,864 thousands bears interest at 4.70% and is payable at the option or demand of the borrower or in full on September 22, 2026. The second note for USD 582,252 thousands bears interest at 6.75% and is payable at the option or demand of the borrower or in full on September 22, 2046. During 2020, USD 10,000 thousands were repaid by parent to the Company on the note that bears interest at 6.75% with a maturity date of September 22, 2046 and the new balance of the note is USD 572,252 thousands.

On July 16, 2019 a new note was issued for USD 250,000 thousands which bears interest of SOFR plus a spread with maturity date of December 17, 2022. During 2020, the note amended the maturity date from 2022 to 2024 and all the other terms remain the same. The note was repaid in full in 2023 and the balance outstanding as of December 31, 2023 is zero.

As of December 31, 2023, the fair value of the long-term financial assets is USD 1,279,952 thousands and is based on a discounted cash flow method (level 2 fair value measurement). As of December 31, 2022, the fair value of the long-term financial assets was USD 1,546,198 thousands and is based on a discounted cash flow method (level 2 fair value measurement).

11. Current financial liabilities

(all amounts in USD thousands)	2023	2022
Current financial liabilities - parent	526,730	5,089
Current financial liabilities - third parties	11,249	11,826
Total	537,979	16,915
Of which secured by the ultimate parent company	11,249	11,826

The carrying amounts of current financial liabilities approximate their fair value. In October 2018 the Company entered into Commercial Paper agreements with Citigroup, Mizuho Securities, MUFG Securities Americas Inc. and J.P. Morgan Securities LLC (collectively "Commercial Paper Agreements"). As of December 31, 2023, the balance is zero. During 2020 the Company entered into a new demand note agreement with HPUS with an available balance

of USD 500,000 thousands, which was amended in 2023 with an available balance of USD 600,000 thousands. It is a non-interest bearing note and the balance outstanding as of December 31, 2023 is USD 522,815 thousands.

12. Non-current financial liabilities

(all amounts in USD thousands)	2023	2022
Non-current financial liabilities - third parties	975,922	1,225,121
Total	975,922	1,225,121
Of which guaranteed by the ultimate parent company	975,922	1,225,121

Interest rate structure of non-current financial liabilities

(all amounts in USD thousands)	2023	2022
Financial liabilities at fixed rates	975,922	975,121
Financial liabilities at variable rates	-	250,000
Total	975,922	1,225,121

As of December 31, 2023, the fair values of non-current financial liabilities amount to USD 926,134 thousands for bonds based on quoted market prices (level 1 fair value measurement). As of December 31, 2022, the fair values of non-current financial liabilities amount to USD 863,885 thousands for bonds based on quoted market prices (level 1 fair value measurement) and USD 255,506 thousands for term loan based on a discounted cash flow method (level 2 fair value measurement).

(all amounta in Ll		anda)			Net book	Net book
(all amounts in USD thousands)		value	value			
Currency /	Nominal	Effecti	Term	Description		
nominal value	interest	ve				
	rate	interes				
		t rate			2023	2022
USD 400,000	3.50%	3.59%	2016-2026	Bonds guaranteed by Holcim Ltd	399,416	399,202
USD 590,000	4.75%	5.02%	2016-2046	Bonds guaranteed by Holcim Ltd	576,505	575,919
Total					975,922	1,225,121
Of which current	portion				-	-

13. Authorization of the financial statements for issue

The financial statements were authorized for issuance by the Managers of Holcim Finance US LLC on February 23, 2024 and cannot be amended after issuance.