

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089
		2015
		This Form is Open to Public Inspection

Part I	Annual Report Identification Information
For calendar plan year 2015 or fiscal plan year beginning <u>01/01/2015</u> and ending <u>12/31/2015</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☒
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information
1a Name of plan <u>PENSION PLAN FOR BLUE CIRCLE HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)</u>	1b Three-digit plan number (PN) ▶ <u>038</u> 1c Effective date of plan <u>01/01/2002</u>
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>LAFARGE NORTH AMERICA, INC.</u> <u>8700 W BRYN MAWR AVE., STE 300</u> <u>CHICAGO, IL 60631</u>	2b Employer Identification Number (EIN) <u>58-1290226</u> 2c Plan Sponsor's telephone number <u>773-372-1000</u> 2d Business code (see instructions) <u>327300</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/14/2016</u>	<u>LAUREEN STROHL</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number)			Preparer's telephone number

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2015)
v. 150123

3a Plan administrator's name and address ☐ Same as Plan Sponsor BENEFIT ADMINISTRATION COMMITTEE 8700 W. BRYN MAWR ROAD, SUITE 300N CHICAGO, IL 60631	3b Administrator's EIN 58-1290226
	3c Administrator's telephone number 773-372-1000
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 499
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).	
a(1) Total number of active participants at the beginning of the plan year.....	6a(1) 1
a(2) Total number of active participants at the end of the plan year	6a(2) 0
b Retired or separated participants receiving benefits.....	6b 211
c Other retired or separated participants entitled to future benefits.....	6c 232
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 443
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e 48
f Total. Add lines 6d and 6e	6f 491
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1B	
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☐ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

Part III	Form M-1 Compliance Information (to be completed by welfare benefit plans)
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11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2015 Form M-1 annual report. If the plan was not required to file the 2015 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

<div>SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).</div> <div>File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>2015</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

Round off amounts to nearest dollar.
Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan PENSION PLAN FOR BLUE CIRCLE HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)	B Three-digit plan number (PN) 038
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF LAFARGE NORTH AMERICA, INC.	D Employer Identification Number (EIN) 58-1290226

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B **F** Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2015			
2 Assets:			
a Market value	2a	18459698	
b Actuarial value	2b	17352365	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	248	10706243	10706243
b For terminated vested participants	250	3399511	3399511
c For active participants	1	10674	12154
d Total	499	14116428	14117908
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)	☐		
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	6.19%	
6 Target normal cost	6	503000	

Statement by Enrolled Actuary
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

<div>SIGN HERE</div>	<div>10/07/2016</div> <div>Signature of actuary</div> <div>DAVID WEBBER, FSA</div> <div>Type or print name of actuary</div> <div>TOWERS WATSON DELAWARE INC</div> <div>Firm name</div> <div>901 NORTH GLEBE ROAD ARLINGTON, VA 22203</div> <div>Address of the firm</div>	<div>10/07/2016</div> <div>Date</div> <div>14-06137</div> <div>Most recent enrollment number</div> <div>703-258-8000</div> <div>Telephone number (including area code)</div>
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If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

Part II Beginning of Year Carryover and Prefunding Balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	1051688
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)		95000
9	Amount remaining (line 7 minus line 8)	0	956688
10	Interest on line 9 using prior year's actual return of <u>13.74</u> %	0	131856
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38a from prior year)		4158
b(1)	Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.73</u> %		0
b(2)	Interest on line 38b from prior year Schedule SB, using prior year's actual return		272
c	Total available at beginning of current plan year to add to prefunding balance		4430
d	Portion of (c) to be added to prefunding balance		
12	Other reductions in balances due to elections or deemed elections		
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	1088544

Part III Funding Percentages			
14	Funding target attainment percentage	14	115.19 %
15	Adjusted funding target attainment percentage	15	122.91 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	96.31 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
			Totals ►	18(b)	0
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a 0
b Contributions made to avoid restrictions adjusted to valuation date	19b 0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 0
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No
c If line 20a is "Yes," see instructions and complete the following table as applicable:	
Liquidity shortfall as of end of quarter of this plan year	
(1) 1st	(2) 2nd
0	0
(3) 3rd	(4) 4th
0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.72 %	2nd segment: 6.11 %	3rd segment: 6.81 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	503000	
b Excess assets, if applicable, but not greater than line 31a	31b	503000	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	0	0	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	0	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....			0
36 Additional cash requirement (line 34 minus line 35)	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b		
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <div style="border: 1px solid black; padding: 5px; font-size: 1.2em; font-weight: bold;">2015</div> This Form is Open to Public Inspection
For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015		
A Name of plan PENSION PLAN FOR BLUE CIRCLE HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)		B Three-digit plan number (PN) ► 038
C Plan sponsor's name as shown on line 2a of Form 5500 LAFARGE NORTH AMERICA, INC.		D Employer Identification Number (EIN) 58-1290226

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.				
	Assets			
a	Total noninterest-bearing cash	1a		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)	0	0
	(2) Participant contributions	1b(2)		
	(3) Other.....	1b(3)		
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
	(2) U.S. Government securities.....	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other.....	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)		
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property)	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans	1c(8)		
	(9) Value of interest in common/collective trusts.....	1c(9)		
	(10) Value of interest in pooled separate accounts.....	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)	18459698	16305443
	(12) Value of interest in 103-12 investment entities	1c(12)		
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
	(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	18459698	16305443

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	160937	47795
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	160937	47795

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	18298761	16257648
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0

(3) Rents	2b(3)		
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(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		-528429
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		-528429

Expenses**e** Benefit payment and payments to provide benefits:

(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1237135	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		1237135
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	275549	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		275549
j Total expenses. Add all expense amounts in column (b) and enter total	2j		1512684

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-2041113
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: CHERRY BEKAERT LLP

(2) EIN: 56-0574444

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

	Yes	No	N/A	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		X		
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		X		

	Yes	No	N/A	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X		
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X		
e Was this plan covered by a fidelity bond?	X			10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X		
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X		
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X		
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)		X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X		
l Has the plan failed to provide any benefit when due under the plan?		X		
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)				
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.				
o Did the plan trust incur unrelated business taxable income?				
p Were in-service distributions made during the plan year?				

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?

If "Yes," enter the amount of any plan assets that reverted to the employer this year. ☐ Yes ☒ No Amount:

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ☒ Yes ☐ No ☐ Not determined

Part V Trust Information

6a Name of trust

6b Trust's EIN

6c Name of trustee or custodian

6d Trustee's or custodian's telephone number

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2015 This Form is Open to Public Inspection.
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan <u>PENSION PLAN FOR BLUE CIRCLE HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)</u>	B Three-digit plan number (PN) ▶ <u>038</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>LAFARGE NORTH AMERICA, INC.</u>	D Employer Identification Number (EIN) <u>58-1290226</u>

Part I	Distributions
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All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>36-3046063</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	<u>9</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☐ Yes	☒ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____	If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes	☐ No	☒ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	☐ Increase	☒ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2015
v. 150123

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14	Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:		
	a The current year	14a	
	b The plan year immediately preceding the current plan year	14b	
	c The second preceding plan year	14c	
15	Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:		
	a The corresponding number for the plan year immediately preceding the current plan year	15a	
	b The corresponding number for the second preceding plan year	15b	
16	Information with respect to any employers who withdrew from the plan during the preceding plan year:		
	a Enter the number of employers who withdrew during the preceding plan year	16a	
	b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	
17	If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐		

Part VI	Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans
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18	If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐
19	If the total number of participants is 1,000 or more, complete lines (a) through (c)
	a Enter the percentage of plan assets held as: Stock: <u>0.0</u> % Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%
	b Provide the average duration of the combined investment-grade and high-yield debt: ☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more
	c What duration measure was used to calculate line 19(b)? ☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

Part VII	IRS Compliance Questions
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20a Is the plan a 401(k) plan?	☐ Yes	☐ No
20b If "Yes," how does the 401(k) plan satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under sections 401(k)(3) and 401(m)(2)?	☐ Design-based safe harbor method	☐ ADP/ACP test
20c If the ADP/ACP test is used, did the 401(k) plan perform ADP/ACP testing for the plan year using the "current year testing method" for nonhighly compensated employees (Treas. Reg sections 1.401(k)-2(a)(2)(ii) and 1.401(m)-2(a)(2)(ii))?	☐ Yes	☐ No
21a Check the box to indicate the method used by the plan to satisfy the coverage requirements under section 410(b):	☐ Ratio percentage test	☐ Average benefit test
21b Does the plan satisfy the coverage and nondiscrimination tests of sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules?	☐ Yes	☐ No
22a Has the plan been timely amended for all required tax law changes?	☐ Yes	☐ No ☐ N/A
22b Date the last plan amendment/restatement for the required tax law changes was adopted ____/____/____. Enter the applicable code _____. (See instructions for tax law changes and codes).		
22c If the plan sponsor is an adopter of a pre-approved master and prototype (M&P) or volume submitter plan that is subject to a favorable IRS opinion or advisory letter, enter the date of that favorable letter ____/____/____ and the letter's serial number _____.		
22d If the plan is an individually-designed plan and received a favorable determination letter from the IRS, enter the date of the plan's last favorable determination letter ____/____/____.		
23 Is the Plan maintained in a U.S. territory (i.e., Puerto Rico (if no election under ERISA section 1022(i)(2) has been made), American Samoa, Guam, the Commonwealth of the Northern Mariana Islands or the U.S. Virgin Islands)?	☐ Yes	☐ No

LAFARGE NORTH AMERICA INC.

**PENSION PLAN FOR BLUE CIRCLE
HERITAGE HOURLY COMPENSATED
EMPLOYEES (CEMENT)**

FINANCIAL STATEMENTS

***As of and for the Years Ended December 31, 2015
and 2014***

And Report of Independent Auditor

**LAFARGE NORTH AMERICA INC. PENSION PLAN FOR BLUE CIRCLE
HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)**
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FINANCIAL STATEMENTS

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Note: Schedules required by the Department of Labor’s Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have not been presented because the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement’s) only investment is in the Lafarge North America Inc. Master Trust.

Report of Independent Auditor

The Pension Committee
Lafarge North America Inc. Pension Plan for Blue Circle
Heritage Hourly Compensated Employees (Cement)
Chicago, Illinois

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement) (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2015 and 2014, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"), the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by The Northern Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of December 31, 2015 and 2014, and for the years then ended, that the information provided to the Plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Emphasis of Matter

As described in Note 7 to the financial statements, the Lafarge North America Inc. Pension Plan for Hourly Compensated Employees (Gypsum), the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Aggregates), and the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees were merged into the Plan effective December 31, 2014.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements other than that derived from the information certified by the trustee have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

A handwritten signature in black ink that reads "Cherry BeKaert LLP". The signature is written in a cursive, flowing style.

Tysons Corner, Virginia
October 14, 2016

**LAFARGE NORTH AMERICA INC. PENSION PLAN FOR BLUE CIRCLE
HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS**

DECEMBER 31, 2015 AND 2014

	<u>2015</u>	<u>2014</u>
ASSETS		
Investments in the Master Trust, at fair value	\$ 16,305,443	\$ 1,547,561
Transfer in receivable from other Plans	<u>-</u>	<u>16,912,137</u>
Total assets	<u>16,305,443</u>	<u>18,459,698</u>
LIABILITIES		
Administrative expenses payable	<u>47,795</u>	<u>160,937</u>
Net assets available for benefits	<u><u>\$ 16,257,648</u></u>	<u><u>\$ 18,298,761</u></u>

**LAFARGE NORTH AMERICA INC. PENSION PLAN FOR BLUE CIRCLE
HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)**
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEARS ENDED DECEMBER 31, 2015 AND 2014

	<u>2015</u>	<u>2014</u>
ADDITIONS		
Net investment (loss) income in the Master Trust	<u>\$ (528,429)</u>	<u>\$ 291,675</u>
DEDUCTIONS		
Benefits paid to participants	1,237,135	1,601,338
Administrative expenses	<u>275,549</u>	<u>272,810</u>
Total deductions	<u>1,512,684</u>	<u>1,874,148</u>
Net decrease in net assets available for benefits	(2,041,113)	(1,582,473)
Transfer of assets from other Plans	-	16,912,137
Net assets available for benefits at beginning of year	<u>18,298,761</u>	<u>2,969,097</u>
Net assets available for benefits at end of year	<u><u>\$ 16,257,648</u></u>	<u><u>\$ 18,298,761</u></u>

LAFARGE NORTH AMERICA INC. PENSION PLAN FOR BLUE CIRCLE HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)

NOTES TO THE FINANCIAL STATEMENTS

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

Note 1—Description of Plan

The following description of the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement) (the “Plan”) provides only general information. Participants should refer to the Plan document, as amended and restated, for a more complete description of the Plan’s provisions.

General – The Blue Circle Inc. Pension Plan for Cement Union Hourly Employees (the Blue Circle Plan) was established May 1, 1981 and later acquired by Lafarge Materials Inc. On January 1, 2002 all employees transferred employment to Lafarge North America, Inc. (the “Company”). At that time the Blue Circle Plan was effectively frozen and participants stopped accruing benefits under the Blue Circle Plan, and the name of the Plan was changed to the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement).

The Company established the Plan to provide employees with substantially the same benefits as they received under the Blue Circle Plan. Effective December 31, 2014 the Lafarge North America Inc. Pension Plan for Hourly Compensated Employees (Gypsum), Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Aggregates), and Blue Circle Inc. Pension Plan for Cement Union Hourly Employees merged into the Plan. On July 10, 2015, the Company completed a merger with Holcim Ltd and became Lafarge Holcim. The Plan was most recently amended effective January 1, 2016, to increase the automatic lump sum distribution level from \$1,000 to \$5,000. The Plan is a noncontributory defined benefit plan that provides for pension and disability benefits to certain hourly compensated employees who work at specific plan locations or are covered by certain collective bargaining agreements. The Plan consists of several supplements relating to certain locations and/or unions. Each supplement addresses eligibility, vesting, pension benefits, etc. The Plan is intended to qualify under Section 401(a) of the Internal Revenue Code (“IRC”) and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

The Plan is administered by the Company’s Investment Committee and Benefit Administration Committee (collectively the “Committees”). The Committees have overall responsibility for the operation and administration of the Plan. The Committees determine the appropriateness of the Plan’s investment offerings and monitor Plan investment performance.

The assets of the Plan and certain other pension plans of the Company are held in the Lafarge North America Inc. Master Trust (“Master Trust”). During the years ended December 31, 2015 and 2014, assets in the Master Trust were held by The Northern Trust Company (“the trustee”). Upon the order of the Company, the trustee pays amounts to specified Plan beneficiaries. SEI Investments Company (“SEI”) currently acts as investment manager and has authority to invest and reinvest the Master Trust assets.

Plan Termination – Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA.

In the event of termination, all accrued benefits become 100% vested, and the net assets of the Plan are set aside for payment of such vested benefits as prescribed by ERISA. Whether a particular participant’s accumulated plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by the Pension Benefit Guaranty Corporation (“PBGC”) at the time of termination. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor’s benefits. Some benefits may be fully or partially provided for by the then-existing assets and the PBGC guaranty, while other benefits may not, as described in the articles of the Plan.

**LAFARGE NORTH AMERICA INC. PENSION PLAN FOR BLUE CIRCLE
HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)
NOTES TO THE FINANCIAL STATEMENTS**

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

Note 1—Description of Plan (continued)

Pension Benefits – Plan participants are eligible for their Plan benefit after retiring or terminating employment with vested rights. Vesting is determined by each Plan supplement. If employees terminate before rendering 5 years of service, they forfeit the right to receive the portion of their accumulated plan benefits.

Upon retirement or termination, participants have the option of receiving their vested benefit in the form of a one-time lump sum payment or a monthly annuity payable for their lifetime. If the value of the employee's vested benefit is \$1,000 or less, the benefit automatically will be paid out in the form of a lump sum. Effective January 1, 2016, the Company amended the Plan to increase the automatic lump sum distribution level from \$1,000 to \$5,000. The monthly annuity payables have a variety of payment options.

Death and Disability Benefits – If an employee dies, the vested benefits may be paid to the surviving qualified spouse. No benefits are paid to a beneficiary of a participant who does not have a surviving qualified spouse when the employee dies. Active employees who become totally disabled and are vested in their Plan benefits may elect to receive annual disability benefits that are equal to the equivalent normal retirement benefit they have accumulated as of the time they become disabled.

Disability benefits are paid until normal retirement age, at which time disabled participants will receive the normal retirement benefit computed as though they had been employed to normal retirement age, based on their vested benefit service and the disability benefit factor as of the date they became permanently disabled.

Note 2—Summary of significant accounting policies

Basis of Accounting – The financial statements of the Plan are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("GAAP").

Cash and Cash Equivalents – For purposes of the disclosure of investments in the Master Trust (see Note 5), the Plan considers all highly liquid debt instruments purchased with an original maturity of three months or less to be cash equivalents. Cash and cash equivalents held in the Master Trust may include short-term investments held by institutions that are not covered by the Federal Deposit Insurance Corporation.

Investment Valuation and Income Recognition – Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's net interest in the Master Trust is stated at the fair value of the underlying net assets of the Master Trust as estimated by the trustee.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net (depreciation) appreciation in fair value of investments includes the Plan's gains and losses on investments bought and sold as well as held during the year. Under the Master Trust, investment transactions, income on investments, and realized and unrealized appreciation and depreciation have been prorated by the trustee among the plans based on each plan's proportionate share of the market value of the Master Trust on a monthly basis.

Funding Policy – The Plan's funding policy is for the Company to contribute an amount which will meet or exceed the annual ERISA minimum funding requirements. During 2015 and 2014, the Company was not required to make any contributions to the Plan. The Company's contributions for 2015 and 2014 met or exceeded the minimum funding requirements of ERISA.

**LAFARGE NORTH AMERICA INC. PENSION PLAN FOR BLUE CIRCLE
HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)
NOTES TO THE FINANCIAL STATEMENTS**

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

Note 2—Summary of significant accounting policies (continued)

Benefits Paid to Participants – Benefits paid to participants are recorded when paid.

Estimates – The preparation of financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein; disclosure of contingent assets and liabilities; and the actuarial present value of accumulated plan benefits at the date of the financial statements, and changes therein. Actual results could differ from those estimates.

Risks and Uncertainties – The Master Trust makes investments in various securities, which are exposed to various risks such as interest rate, credit, and market risks. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term could materially affect the amount reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefits.

Master Trust contributions are made, and the actuarial present value of accumulated plan benefits is reported based on certain assumptions pertaining to interest rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported and disclosed in the financial statements.

Administrative Expenses – Administrative expenses include plan-specific expenses as well as expenses incurred by the Master Trust. Expenses related specifically to the Master Trust are allocated to the plans based on the ending market value of assets held in each plan as a percentage of total assets in the Master Trust.

New Accounting Pronouncements – In July 2015, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) 2015-12, *Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965): Part I Fully Benefit-Responsive Investment Contracts, Part II Plan Investment Disclosures, Part III Measurement Date Practical Expedient*. This three-part standard simplifies employee benefit plan reporting with respect to fully benefit-responsive investment contracts and plan investment disclosures and provides for a measurement-date practical expedient. Part I eliminates the requirements to measure the fair value of fully benefit-responsive investment contracts and provides certain disclosures. Contract value is the only required measure for fully benefit-responsive investment contracts. Part II eliminates the requirements to disclose individual investments that represent 5% or more of net assets available for benefits and the net appreciation or depreciation in fair value of investment by general type. Part II also simplifies the level of disaggregation of investments that are measured using fair value. Plans will continue to disaggregate investments that are measured using fair value by general type; however, plans are no longer required to also disaggregate investments by nature, characteristics, and risks. Further, the disclosure of information about fair value measurements shall be provided by general type of plan asset. Parts I and III are not applicable to the Plan. The ASU is effective for fiscal years beginning after December 15, 2015, with early adoption permitted. Part II is to be applied retrospectively. As permitted, the Plan has elected early adoption of Part II and has applied the ASU retrospectively for all periods presented. The adoption of Part II eliminated the historical disclosure of individual investments which comprise 5% or more of total net assets available for benefits, disclosure of investments by nature, characteristics and risks, as well as the net appreciation or depreciation of fair value types.

Fair Value Measurement – GAAP provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value.

**LAFARGE NORTH AMERICA INC. PENSION PLAN FOR BLUE CIRCLE
HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)
NOTES TO THE FINANCIAL STATEMENTS**

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

Note 2—Summary of significant accounting policies (continued)

The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy are described as follows:

Level 1 – Inputs to the valuation methodology are quoted prices available in active markets for identical investments as of the reporting date;

Level 2 – Inputs to the valuation methodology are other than quoted prices in active markets, which are either directly or indirectly observable as of the reporting date, and fair value can be determined through the use of models or other valuation methodologies; and

Level 3 – Inputs to the valuation methodology are unobservable inputs in situations where there is little or no market activity for the asset or liability and the reporting entity makes estimates and assumptions related to the pricing of the asset or liability including assumptions regarding risk.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. The following is a description of the valuation methodologies used for instruments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy. There have been no changes in the methodologies used at December 31, 2015 and 2014.

Mutual Funds – These investments are public investment vehicles valued using the Net Asset Value (“NAV”) provided by the administrator of the fund. The NAV is based on the value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares outstanding. The NAV is a quoted price in an active market and is classified within Level 1 of the valuation hierarchy.

Cash and Cash Equivalents – These investments are public investment vehicles valued using \$1 for the NAV, and are classified within Level 1 of the valuation hierarchy.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Note 3—Actuarial present value of accumulated plan benefits

Accumulated plan benefits are those periodic payments, including lump sum distributions, which are attributable under the Plan's provisions to the services rendered by employees to the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries and (b) surviving spouse of employees who have died, and (c) present employees or their beneficiaries.

Benefits for retired or terminated participants or their beneficiaries are based on (a) rates negotiated between the Company and the union representing the cement hourly employees and (b) the employee's number of years of credited service as of the valuation date. The accumulated plan benefits for active participants are based on their total years of credited service up to the valuation date. Benefits payable under all circumstances (retirement, death, disability, and termination of employment) are included to the extent they are deemed attributable to participant service rendered to the valuation date.

**LAFARGE NORTH AMERICA INC. PENSION PLAN FOR BLUE CIRCLE
HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)
NOTES TO THE FINANCIAL STATEMENTS**

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

Note 3—Actuarial present value of accumulated plan benefits (continued)

The actuarial information is based on reports prepared by the Plan's actuary, Willis Towers Watson, as of January 1, 2015. The actuarial calculations are based on participants becoming fully vested after five years of continuous service. The actuarial calculations are also based on the participants covered under the Plan as of January 1, 2015.

The actuarial present value of accumulated plan benefits was calculated using the present value of accrued benefits method as required by the Pension Protection Act of 2006 ("PPA"). As of January 1, 2015, significant assumptions underlying the actuarial computations include an effective interest rate of 6.19%, an increase from 6.73% as of January 1, 2014, the use of the RP-2000 Employees and RP-2000 Healthy Annuitants mortality tables used for the calculation of the current liability, and the assumption that retirement takes place at various ages, ranging from 45 to 65. The actuarial value of assets was determined using the average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, with certain adjustments made for contributions, benefits, administrative expenses and expected earnings.

The actuarial present value of accumulated plan benefits as of January 1, 2015 is as follows:

Vested benefits:	
Participants currently receiving payments	\$ 10,990,461
Other participants	<u>3,668,931</u>
Total vested benefits	<u>14,659,392</u>
Non-vested benefits	<u>1,289</u>
Total actuarial present value of accumulated plan benefits	<u>\$ 14,660,681</u>

The following is a summary of the changes in the actuarial present value of accumulated plan benefits for the year ended January 1, 2015:

Actuarial present value of accumulated plan benefits, beginning of year	\$ 2,169,621
Increase (decrease) during the year attributable to:	
Benefits accumulated & non-investment experience	13,957,342
Increase for interest due to decrease in discount period	89,801
Benefits paid	(1,601,338)
Assumption changes	<u>45,255</u>
Actuarial present value of accumulated plan benefits, end of year	<u>\$ 14,660,681</u>

Certain actuarial assumptions changed during 2015; the segment interest rates used to calculate the funding target were updated from an applicable month of September 2013 to September 2014, and the required mortality table used to calculate the funding target was updated to include one additional year of projected mortality improvements.

**LAFARGE NORTH AMERICA INC. PENSION PLAN FOR BLUE CIRCLE
HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)
NOTES TO THE FINANCIAL STATEMENTS**

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

Note 3—Actuarial present value of accumulated plan benefits (continued)

Effective December 31, 2014, several other plans were merged into the Plan. Accordingly, the other plans' accumulated plan benefits and net assets were transferred into the Plan effective January 1, 2015. See Notes 1 and 7 for further information. In addition, effective November 2014, the Plan offered certain vested participants an opportunity to elect a lump-sum payment for special early retirement. These events were reflected in the valuation.

As described in Note 1, the Plan was amended to increase the automatic lump sum distribution level from \$1,000 to \$5,000 effective January 1, 2016 to increase the automatic lump sum distribution level from \$1,000 to \$5,000. This event was not reflected in the valuation.

Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

Note 4—Income tax status

The Plan has received a determination letter from the IRS dated September 12, 2014, stating that the Plan, as then designed, is qualified under Section 401(a) of the IRC and, therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the IRC to maintain its qualification. The Plan has been amended since receiving the determination letter. However, the Plan administrator believes the Plan is currently designed and is being operated in compliance with the applicable requirements of the IRC and has no income subject to unrelated business income tax and that the Plan and trust continue to be tax exempt.

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. Plan management has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2015 and 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to audit by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Note 5—Interest in the Master Trust (unaudited)

The Plan's investments are held in the Master Trust, which was established for the investment of assets of the Plan and several other Company-sponsored retirement plans. Each participating retirement plan has an undivided interest in the Master Trust. The assets of the Master Trust are held by the trustee.

The value of the Plan's interest in the Master Trust is based on the beginning of year value of the Plan's interest in the Master Trust plus actual contributions and allocated investment (loss) income less actual distributions and allocated administrative expenses. At December 31, 2015 and 2014, the Plan's interest in the investments of the Master Trust was approximately 2.77% and 0.25%, respectively. Investment (loss) income and administrative expenses relating to the Master Trust are allocated to the individual plans based on each Plan's interest. All investment information disclosed in the accompanying financials, including investments held at December 31, 2015 and 2014, and net investment (loss) income in the Master Trust for the years then ended, was obtained or derived from information supplied to the Plan administrator and certified as complete and accurate by the trustee. The trustee has also certified the Plan's proportionate share of such items to be complete and accurate.

**LAFARGE NORTH AMERICA INC. PENSION PLAN FOR BLUE CIRCLE
HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)
NOTES TO THE FINANCIAL STATEMENTS**

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

Note 5—Interest in the Master Trust (unaudited) (continued)

The fair values of investments in the Master Trust are as follows:

	December 31,	
	2015	2014
Investments at fair value:		
Mutual funds	\$ 582,725,581	\$ 617,630,914
Cash and cash equivalents	4,898,276	4,644,232
	<u>\$ 587,623,857</u>	<u>\$ 622,275,146</u>

Investment (loss) income for the Master Trust is as follows:

	Year Ended December 31,	
	2015	2014
Net (depreciation) appreciation in fair value of investments	(\$ 38,540,149)	\$ 44,132,810
Interest and dividends	19,084,711	17,564,892
	<u>(\$ 19,455,438)</u>	<u>\$ 61,697,702</u>

The Plan's independent auditors did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements.

Note 6—Fair value of financial instruments

The Master Trust's financial instruments carried at fair value on a recurring basis by the fair value hierarchy levels described in Note 2 are as follows:

Assets at fair values as of December 31, 2015				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 582,725,581	\$ -	\$ -	\$ 582,725,581
Cash and cash equivalents	4,898,276	-	-	4,898,276
Total assets	<u>\$ 587,623,857</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 587,623,857</u>
Assets at fair values as of December 31, 2014				
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 617,630,914	\$ -	\$ -	\$ 617,630,914
Cash and cash equivalents	4,644,232	-	-	4,644,232
Total assets	<u>\$ 622,275,146</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 622,275,146</u>

**LAFARGE NORTH AMERICA INC. PENSION PLAN FOR BLUE CIRCLE
HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)
NOTES TO THE FINANCIAL STATEMENTS**

AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2015 AND 2014

Note 7—Significant Plan transactions

Effective December 31, 2014, the Lafarge North America Inc. Pension Plan for Hourly Compensated Employees (Gypsum), the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Aggregates), and the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees were merged into the Plan. The following amounts were transferred into the Plan:

Lafarge North America Inc. Pension Plan for Hourly Compensated Employees (Gypsum)	\$ 3,213,590
Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Aggregates)	13,142,663
Blue Circle Inc. Pension Plan for Cement Union Hourly Employees	<u>555,884</u>
Total assets transferred into the Plan	<u>\$ 16,912,137</u>

During 2014, the Plan offered certain vested participants an opportunity to elect a lump-sum payment for special early retirement. See Note 3 for further information.

Note 8—Party-in-interest transactions

Certain investments of the Master Trust are shares of SEI. The Plan paid certain expenses related to Plan operations and investment activity to various service providers. These fees were based on customary and reasonable rates for such services, and are party-in-interest transactions for which a statutory exemption exists under ERISA.

Note 9—Subsequent events

The Plan has evaluated events through October 14, 2016 in connection with the preparation of these financial statements, which is the date the financial statements were available to be issued.

ATTACHMENT TO THE 2015 SCHEDULE SB, LINE 26 - SCHEDULE OF ACTIVE PARTICIPANT DATA

Total Years of Credited Service

[illegible]

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)

EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB Part V – Statement of Actuarial Assumptions and Methods

Economic Assumptions

Interest rate basis:

- ▶ Applicable month

September 2014 based on yields
through August preceding the
valuation date

- ▶ Yield curve basis

Segment rates

Interest rates:

- ▶ First segment rate
- ▶ Second segment rate
- ▶ Third segment rate

Not reflecting
MAP-21/HATFA
corridors

Reflecting
MAP-21/HATFA

1.15%

4.72%

4.06%

6.11%

5.15%

6.81%

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)

EIN 58-1290226/PN 038

Attachment to 2010 Schedule SB Part V – Statement of Actuarial Assumptions and Methods

Methods

Valuation date	First day of plan year
Funding target	Present value of accrued benefits
Target normal cost	Present value of benefits expected to accrue during the plan year plus plan-related expenses expected to be paid from plan assets during the plan year
Actuarial value of assets	<p>Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings of 7.25% for the preceding plan year and 7.00% for the second preceding plan year (7.00% and 6.50%, respectively, for the plans formerly sponsored by Lafarge Building Materials) during the 12 month periods preceding the valuation date (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of fair value, including discounted contributions receivable (discounted using the effective interest rate for the 2014 plan year).</p> <p>The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.</p> <p>The IRS has not issued formal guidance in circumstances of pension plan mergers and spin-offs. The following approach was taken for plans affected by the December 31, 2014 mergers: Deferred investment gains and losses were determined for each affected plan prior to the mergers, and then aggregated for the plans affected by each merger, prior to applying the 10% corridor around each merged plan's market value of assets.</p>
Benefits not valued	All significant benefits described in the Plan Provisions were valued except (1) plant shutdown and other "unpredictable contingent event benefits" which are not valued until and unless the triggering event occurs (unless otherwise noted) and (2) automatic lump sum distribution in the event that the present value of benefits is no more than \$1,000 or \$5,000 as applicable. In addition, see "Benefits not valued" below. Willis Towers Watson has reviewed the plan provisions and, based on that review, is not aware of any significant benefits required to be valued that were not.
Change in assumptions and methods since prior valuation	<p>The segment interest rates used to calculate the funding target were updated from an applicable month of September 2013 to September 2014.</p> <p>The required mortality table used to calculate the funding target was updated to include one additional year of projected mortality improvements.</p> <p>The administrative expense was updated to reflect expected expenses for 2015.</p>

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)
EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB Part V – Statement of Actuarial Assumptions and Methods

Data sources	Willis Towers Watson used asset data and retiree data supplied by the trustees. Lafarge North America Inc. furnished other participant data, the dates and amounts of the contributions that were paid in 2015 for the 2014 plan year, and funding balance elections. Data were reviewed for reasonableness and consistency, but no audit was performed. Assumptions or estimates were made by the Willis Towers Watson actuaries when data were not available. We are not aware of any errors or omissions in the data that would have a significant effect on the results of our calculations.
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Other

Plan investments	During 2014, the investment targets changed from 60% equity and 40% long duration fixed income, to 48% equity, 40% long duration fixed income, and 12% return-seeking fixed income.
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Assumptions Rationale - Significant Economic Assumptions

Discount rate	For plan funding purposes, the basis chosen was selected by the plan sponsor from among choices prescribed by law, all of which are based on observed market data over certain periods of time.
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Assumptions Rationale - Significant Demographic Assumptions

Healthy Mortality for Plan Funding Purposes	Assumptions used for plan funding purposes are as prescribed by IRC §430(h).
Disabled Mortality for Plan Funding Purposes	Assumptions used for plan funding purposes are as prescribed by IRC §430(h).
Retirement	Retirement rates were based on an experience study conducted in 2010 with annual considerations of whether any conditions have changed that would be expected to produce different results in the future.
Disability	Disability rates were based on a published table for pension participants believed to have reasonably similar characteristics participating in pension plans with similar disability provisions.
Termination	Termination rates were based on an experience study conducted in 2010, with annual considerations of whether any conditions have changed that would be expected to produce different results in the future.
Form of payment	Forms of payment and commencement date (for terminated vested participants) are based on an experience study conducted in 2010, with annual considerations of whether any conditions have changed that would be expected to produce different results in the future.
Unpredictable contingent event	Unpredictable contingent event assumptions are based on annual input from the plan sponsor about future expected experience.

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)
EIN 58-1290226/PN 038
Attachment to 2010 Schedule SB Part V – Statement of Actuarial Assumptions and Methods

Source of Prescribed Methods

Funding methods	The methods used for funding purposes, including the method of determining plan assets, are “prescribed methods set by law”, as defined in the actuarial standards of practice (ASOPs). These methods are required by IRC §430, or were selected by the plan sponsor from a range of methods permitted by IRC §430.
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Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)

EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB Part V – Statement of Actuarial Assumptions and Methods

Economic Assumptions

Effective Interest Rate 6.19%

Demographic Assumptions

Mortality Separate rates for non-annuitants (based on RP-2000 "Employees" table without collar or amount adjustments, projected to 2030 using Scale AA) and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments, projected to 2022 using Scale AA)

Termination Rates varying by age and service. Applicable only to employees formerly participating in the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees. Representative rates are shown below:

Age	Service					
	< 1	1	2	3	4	5+
20	0.3000	0.2700	0.2500	0.2000	0.1800	0.1500
25	0.3000	0.2700	0.2500	0.2000	0.1800	0.1410
30	0.3000	0.2700	0.2500	0.2000	0.1800	0.1320
35	0.3000	0.2700	0.2500	0.2000	0.1800	0.1205
40	0.3000	0.2700	0.2500	0.2000	0.1800	0.1090
45	0.3000	0.2700	0.2500	0.2000	0.1800	0.0995
50	0.3000	0.2700	0.2500	0.2000	0.1800	0.0900
55	0.3000	0.2700	0.2500	0.2000	0.1800	0.0180

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)

EIN 58-1290226/PN 038

Attachment to 2010 Schedule SB Part V – Statement of Actuarial Assumptions and Methods

Disability

Rates varying by age and sex. Applicable only to employees formerly participating in the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees. Representative rates are shown below:

Sex

<i>Age</i>	<i>Male</i>	<i>Female</i>
20	0.00064	0.00055
25	0.00093	0.00096
30	0.00134	0.00165
35	0.00199	0.00252
40	0.00314	0.00357
45	0.00505	0.00522
50	0.00830	0.00854
55	0.01502	0.01490
60	0.02266	0.01793

Retirement

Rates varying by age and service. Applicable only to employees formerly participating in the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees.

Years of Service

<i>Age</i>	<i>< 30</i>	<i>30</i>	<i>31 +</i>
45-54	0.0000	0.2500	0.0300
55	0.0300	0.2500	0.1500
56-60	0.0500	0.2500	0.1500
61	0.1500	0.2500	0.1500
62-64	0.1500	0.2500	0.2500
65	1.0000	1.0000	1.0000

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)

EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB Part V – Statement of Actuarial Assumptions and Methods

Deferred vested benefit commencement date	Current inactives: earlier of unreduced retirement age or age 62 For current actives of Blue Circle Inc. Pension Plan for Cement Union Hourly Employees: earliest of age 62 with 5 years of service, 30 years of service or age 65
Form of payment for future retirees	50% Life annuity 35% Joint and 50% survivor annuity 15% Joint and 75% survivor annuity For current deferred vesteds, normal unmarried form
Percent married	75% of males; 75% of females
Spouse age	Wife three years younger than husband
Administrative expense	\$503,000
Benefits not valued	Applicable only to employees of Blue Circle Inc. Pension Plan for Cement Union Hourly Employees: The charge for pre-retirement survivor benefits is not included in the valuation of plan liabilities. The optional lump sum form for the Roberta and Atlanta employees is not explicitly valued; rather such participants' benefits are valued using the benefit choice assumptions described above.

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2015 This Form is Open to Public Inspection
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

► **Round off amounts to nearest dollar.**
 ► **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan LAFARGE NORTH AMERICA INC. PENSION PLAN FOR BLUE CIRCLE HERITAGE HOURLY COMPENSATED EMPLOYEES (CEMENT)	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:60%;">B Three-digit plan number (PN) ►</td> <td style="width:40%; text-align: center;">038</td> </tr> </table>	B Three-digit plan number (PN) ►	038
B Three-digit plan number (PN) ►	038		
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF LAFARGE NORTH AMERICA INC.	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td>D Employer Identification Number (EIN) 58-1290226</td> </tr> </table>	D Employer Identification Number (EIN) 58-1290226	
D Employer Identification Number (EIN) 58-1290226			

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500
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Part I Basic Information			
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2015</u>			
2 Assets:			
a Market value	2a	18,459,698	
b Actuarial value	2b	17,352,365	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	248	10,706,243	10,706,243
b For terminated vested participants	250	3,399,511	3,399,511
c For active participants	1	10,674	12,154
d Total	499	14,116,428	14,117,908
4 If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5		6.19%
6 Target normal cost	6		503,000

Statement by Enrolled Actuary
 To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	DAVID WEBBER Signature of actuary	<div style="text-align: right; font-family: cursive; font-size: 1.2em; margin-bottom: 10px;">October 7 2016</div> Date 1406137 Most recent enrollment number 703-258-8000 Telephone number (including area code)
DAVID WEBBER, FSA Type or print name of actuary TOWERS WATSON DELAWARE INC Firm name 901 NORTH GLEBE ROAD ARLINGTON VA 22203 Address of the firm		

Part II	Beginning of Year Carryover and Prefunding Balances
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Part II Beginning of Year Carryover and Funding Balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	1,051,688
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)		95,000
9	Amount remaining (line 7 minus line 8)	0	956,688
10	Interest on line 9 using prior year's actual return of <u>13.74</u> %	0	131,856
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		4,158
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.73</u> %		0
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		272
	c Total available at beginning of current plan year to add to prefunding balance		4,430
	d Portion of (c) to be added to prefunding balance		
12	Other reductions in balances due to elections or deemed elections		
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	1,088,544

Part III	Funding Percentages
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14	Funding target attainment percentage	14	115.19%
15	Adjusted funding target attainment percentage	15	122.91%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.	16	96.31%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV	Contributions and Liquidity Shortfalls
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18 Contributions made to the plan for the plan year by employer(s) and employees:

Part 7 Contributions Made to the Plan Each Plan Year by Employer(s) and Employee(s)					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
			Totals ►	18(b)	0 18(c)

19 Discounted employer contributions -- see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0

20 Quarterly contributions and liquidity shortfalls:	
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a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No

C If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:			
a Segment rates:	1st segment: 4.72%	2nd segment: 6.11%	3rd segment: 6.81%
			☐ N/A, full yield curve used
b Applicable month (enter code)			21b 4
22 Weighted average retirement age			22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)		31a	503,000
b Excess assets, if applicable, but not greater than line 31a		31b	503,000
32 Amortization installments:			
		Outstanding Balance	Installment
a Net shortfall amortization installment		0	0
b Waiver amortization installment		0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)		34	0
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement			0
36 Additional cash requirement (line 34 minus line 35)		36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)		37	0
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	0
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)		39	0
40 Unpaid minimum required contributions for all years		40	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected		☐ 2 plus 7 years ☐ 15 years	
b Eligible plan year(s) for which the election in line 41a was made		☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011	
42 Amount of acceleration adjustment		42	
43 Excess installment acceleration amount to be carried over to future plan years		43	

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)

EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB, Lines 7 -13 – Explanation of Discrepancy in Beginning of Year Carryover and Prefunding Balances

Effective December 31, 2014, the Lafarge North America Inc. Pension Plan for Hourly Compensated Employees (Gypsum), the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Aggregates), and the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees merged into the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement).

The following table reconciles the funding balances between the 2014 and 2015 schedules SB for the affected plans.

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)

EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB, Lines 7 -13 – Explanation of Discrepancy in Beginning of Year Carryover and Prefunding Balances

Part II: Reconciliation of Carryover Balance

		Plan Name:	Lafarge North America Inc. Blue Circle Heritage Hourly Compensated Employees (Cement)	Lafarge North America Inc. Pension Plan for Hourly Compensated Employees (Gypsum)	Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Aggregates)	Blue Circle Inc. Pension Plan for Cement Union Hourly Employees	Lafarge North America Inc. Blue Circle Heritage Hourly Compensated Employees (Cement)
		EIN/PN:	58-1290226/038 <i>Prior to 12/31/2014 Merger</i>	58-1290226/029 <i>Prior to 12/31/2014 Merger</i>	58-1290226/041 <i>Prior to 12/31/2014 Merger</i>	22-2452187/003 <i>Prior to 12/31/2014 Merger</i>	58-1290226/038 <i>Reflecting Merger</i>
Line 7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)		-	-	-	-	-
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)		-	-	-	-	-
9	Amount remaining (line 7 minus line 8)		-	-	-	-	-
10	Interest	Prior year's actual return	13.74%	12.31%	9.78%	13.97%	13.74%
10	Interest on line 9 using prior year's actual return		-	-	-	-	-
11 (a)	Present value of excess contributions (line 38a from prior year)						
11	Interest	Prior year's effective interest rate					
11 b(1)	Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate						
11 b(2)	Interest on line 38b from prior year Schedule SB, using prior year's actual return						
11 c	Total available at beginning of current plan year to add to prefunding balance						
11 d	Portion of (c) to be added to prefunding balance						
12	Other reductions in balances due to elections or deemed elections		N/A	N/A	N/A	N/A	-
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)		N/A	N/A	N/A	N/A	-

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)

EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB, Lines 7 -13 – Explanation of Discrepancy in Beginning of Year Carryover and Prefunding Balances

Part II: Reconciliation of Prefunding Balance

		Plan Name:	Lafarge North America Inc. Blue Circle Heritage Hourly Compensated Employees (Cement)	Lafarge North America Inc. Pension Plan for Hourly Compensated Employees (Gypsum)	Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Aggregates)	Blue Circle Inc. Pension Plan for Cement Union Hourly Employees	Lafarge North America Inc. Blue Circle Heritage Hourly Compensated Employees (Cement)
		EIN/PN:	58-1290226/038 <i>Prior to 12/31/2014 Merger</i>	58-1290226/029 <i>Prior to 12/31/2014 Merger</i>	58-1290226/041 <i>Prior to 12/31/2014 Merger</i>	22-2452187/003 <i>Prior to 12/31/2014 Merger</i>	58-1290226/038 <i>Reflecting Merger</i>
Line 7		Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	874,688	-	-	177,000	1,051,688
8		Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	95,000	-	-	-	95,000
9		Amount remaining (line 7 minus line 8)	779,688	-	-	177,000	956,688
10	Interest	Prior year's actual return	13.74%	12.31%	9.78%	13.97%	13.74%
10		Interest on line 9 using prior year's actual return	107,129	-	-	24,727	131,856
11	(a)	Present value of excess contributions (line 38a from prior year)	-	-	4,158	-	4,158
11	Interest	Prior year's effective interest rate	6.73%	6.60%	6.53%	6.40%	6.73%
11	b(1)	Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate	-	-	272	-	272
11	b(2)	Interest on line 38b from prior year Schedule SB, using prior year's actual return	-	-	-	-	-
11	c	Total available at beginning of current plan year to add to prefunding balance	-	-	4,430	-	4,430
11	d	Portion of (c) to be added to prefunding balance	N/A	N/A	N/A	N/A	-
12		Other reductions in balances due to elections or deemed elections	N/A	N/A	N/A	N/A	-
13		Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	N/A	N/A	N/A	N/A	1,088,544

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)
EIN 58-1290226
PN 038

Attachment to 2015 Form 5500, Schedule SB, Line Item 22: Weighted Average Retirement Age

Each Employee is assumed to retire in accordance with the table of retirement rates. The average weighted retirement age is derived by applying these rates to an employee with the characteristics at plan entry of an average current plan participant. The number of employees expected to retire at each potential age is shown below. The average retirement age is 62.

The weighted average retirement age is computed as follows:

(A)	(B)	(C)	(D)	
<u>Age</u>	Probability of Attaining <u>Age</u>	Retirement <u>Rate</u>	Percentage Retiring <u>at Each Age</u>	<u>(A) * (D)</u>
55	1.000	0.030	0.030	1.650
56	0.970	0.050	0.049	2.716
57	0.922	0.050	0.046	2.626
58	0.875	0.050	0.044	2.539
59	0.832	0.050	0.042	2.453
60	0.790	0.050	0.040	2.370
61	0.751	0.250	0.188	11.446
62	0.563	0.250	0.141	8.725
63	0.422	0.250	0.106	6.650
64	0.317	0.250	0.079	5.066
65	0.237	1.000	0.237	<u>15.436</u>
Average Retirement Age				61.678

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)
EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB Part V – Summary of Plan Provisions

Plan provisions for employees formerly participating in the Lafarge North America Inc. Pension Plan for Hourly Compensated Employees (Gypsum)

Covered Employees All hourly compensated employees in the Gypsum Division who are members of a collective bargaining unit represented by one of the unions in the plan.

Participation Date The later of:

- ▶ First date of employment as a covered employee, not before September 16, 1996.
- ▶ The effective date.

Definitions

Eligibility service Periods of eligibility service are measured by completed calendar years and completed months of employment as an employee. In the case of an Employee hired by an Employer on September 16, 1996, his periods of eligibility service will include eligibility service credited to him under the provisions of the Georgia-Pacific Corporation Pension Plan for Hourly-Rated Employees as of such date. With respect to an Employee who was employed by Continental Gypsum Company on January 28, 2002 and became an Employee on January 29, 2002, periods of employment with Continental Gypsum Company prior to January 29, 2002 will be taken into account in determining his periods of eligibility service.

Credited service Credited service is measured by completed calendar years and completed months of employment as a covered employee. In the case of an employee who became an employee as of the effective date, his period of credited service will include any employment on or after September 16, 1996.

Normal retirement date (NRD) First day of the month coinciding with or next following the attainment of age 65.

Monthly pension benefit The accrued benefit for an employee at the Newark Plant is computed by multiplying the retirement multiplier below by credited service:

<u>Retirement Multiplier</u>	<u>Effective Date</u>
\$21.00	2/1/2003
\$22.00	2/1/2004
\$23.00	2/1/2005
\$24.00	2/1/2006
\$25.00	2/1/2007

The accrued benefit for an employee at the Buchanan Plant is computed by multiplying the retirement multiplier below by credited service:

The Buchanan Plant was divested effective August 30, 2013.

Retirement MultiplierEffective Date

\$29.00	11/1/1998
\$30.00	11/30/2004
\$31.00	11/30/2005
\$32.00	11/30/2006
\$33.00	11/30/2007
\$34.00	11/30/2008
\$35.00	11/30/2009
\$36.00	11/30/2010
\$36.50	12/1/2012
\$37.50	8/30/2013

The accrued benefit for an employee at the Wilmington Plant is computed by multiplying the retirement multiplier below by credited service:

Retirement MultiplierEffective Date

\$32.00	11/1/2003
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The accrued benefit for an employee at the Baltimore Terminal is computed by multiplying the retirement multiplier below by credited service:

Retirement MultiplierEffective Date

\$35.00	12/15/2009
\$36.00	12/15/2010

Monthly preretirement death benefit

50% of the accrued monthly pension benefit as of the date of death, reduced for 50% joint and survivor election and reduced for payment as early as the participant's earliest retirement date.

Eligibility for Benefits

Normal retirement

Retirement on NRD

Early retirement

First day of month coinciding with or next following the attainment of age 55 with 5 years of eligibility service.

Postponed retirement

Retirement after NRD

Vested termination

Termination for reason other than death or retirement after completing 5 years of eligibility service.

Disability retirement

A participant who is prevented from performing services for the company by reason of total and permanent disability, whose disability has continued for at least six months, and has completed five years of eligibility service, is eligible for disability retirement. Solely for calculating the disability benefit for a participant hired by Lafarge on September 16, 1996, his benefit service will be deemed to include his service with Georgia-Pacific or its predecessors.

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)
EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB Part V – Summary of Plan Provisions

Preretirement death benefit	Death while eligible for normal, early, postponed, or deferred vested retirement benefits, with a surviving spouse.
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Benefits Paid Upon the Following Events

Normal retirement	Monthly pension benefit determined as of NRD
Early retirement	Monthly pension benefit reduced .5% for each month that actual retirement date precedes attainment of age 62.
Postponed retirement	Monthly pension benefit determined as of actual retirement date
Vested termination	Monthly pension benefit determined as of the date of termination. If the benefit starts before normal retirement date, the benefit will be reduced using early retirement benefit reduction factors.
Disability retirement	The monthly disability benefit, payable immediately, is equal to the accrued benefit as of the date of disability.
Preretirement death	Monthly preretirement death benefits on behalf of both active and terminated vested employees are reduced as described above.

Other Plan Provisions

Forms of payment	<p>Monthly pension benefits are paid as a life annuity (if the participant is unmarried), an actuarially equivalent 50% joint and survivor annuity (if the participant is married), or if the participant elects and the spouse consents, another actuarially equivalent optional form offered by the plan. Optional forms are:</p> <ul style="list-style-type: none">▶ Joint and 75% survivor annuity (married participants only)▶ Joint and 100% survivor annuity (married participants only)▶ Life annuity▶ Three year certain and life annuity▶ Certain participants were eligible to elect a lump sum for a limited period during 2014, with the lump sum paid effective November 2014.
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Lump sums are calculated using IRC § 417(e) assumptions.

An automatic lump sum distribution is made if the present value of benefits is no more than \$1,000 (\$5,000 effective January 1, 2016) and \$5,000 for survivor benefits.

Actuarial equivalence for optional form conversion other than lump sum:

- ▶ Participant mortality: GAM 1971 blended 80% males; 20% females
- ▶ Beneficiary mortality: GAM 1971 blended 20% males; 80% females
- ▶ Interest rate: 7.00%

Maximum on benefits

All benefits for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

Changes in Plan Provisions Since Prior Year Valuation and Other Events

Lafarge sponsored a limited period lump sum offering for certain participants for payment effective November 2014; this plan change is reflected in this 2015 valuation.

Effective December 31, 2014, the Lafarge North America Inc. Pension Plan for Hourly Compensated Employees (Gypsum) merged into the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement).

Effective July 2015, Lafarge (the parent company of Lafarge North America Inc.) merged with Holcim to form LafargeHolcim. This did not impact the plan valuation, and the plan sponsor remains Lafarge North America Inc.

In December 2015, LafargeHolcim amended the plan to increase the automatic lump sum distribution level from \$1,000 to \$5,000. This was not reflected in the valuation.

Willis Towers Watson is not aware of any other plan changes which are required to be reflected.

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)
EIN 58-1290226/PN 038
Attachment to 2015 Schedule SB Part V – Summary of Plan Provisions

Plan provisions for employees formerly participating in the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)

Effective Date	The original effective date of this plan was January 1, 2002.
Covered Employees	<p>All employees at the Roberta, Alabama Plant, and employees terminated from the Tulsa, Oklahoma Plant prior to 2010, covered by a collective bargaining agreement.</p> <p>The Roberta Plant was divested effective October 3, 2011, and the Tulsa Plant was divested effective November 30, 2012.</p>
Participation Date	Covered employees participate on their date of hire. Former active participants of the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees on December 31, 2001 participate on January 1, 2002.
Definitions	
Eligibility service	One year of eligibility service is accrued for each plan year in which the participant works 1,000 hours.
Credited service	<p>One year of credited service is accrued for each plan year in which a participant works 1,200 hours, with 1/12 of a year's credit given for each 100 hours worked less than 1,200. Prior plan provisions apply for credited service prior to adoption of this plan.</p> <p>Each participant who was both an active employee of Blue Circle North America Inc. ("BCNA") and a participant in the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees is entitled to service credit for periods of employment with BCNA prior to January 1, 2002 which are taken into account for purposes of determining the participant's credited service as well as periods taken into account in determining eligibility service under the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees.</p>
Normal retirement date (NRD)	First day of the month coinciding with or next following the attainment of age 65.

Monthly pension benefit

The accrued benefit for an employee at the Roberta location is computed by multiplying the retirement multiplier below by credited service:

<u>Retirement Multiplier</u>	<u>Effective Date</u>
\$27.50	6/1/2003
\$28.50	6/1/2004
\$29.50	6/1/2005
\$30.50	6/1/2006
\$31.50	6/1/2007
\$32.50	6/1/2008
\$33.50	6/1/2009
\$35.00	5/21/2011

The benefit payable under this plan is reduced by the benefit payable under any offsetting plan. Offsetting plans are other defined benefit pension plans or retirement plans, including the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees, under which a benefit is determined, based on service with respect to which the participant is also entitled to credited service under this plan.

The accrued benefit for an employee at the Tulsa location is equal to \$29.00 multiplied by credited service effective May 1, 2006. The multiplier increased to \$30.00 effective May 1, 2007 and \$32.00 effective May 1, 2008.

Monthly preretirement death benefit

50% of the accrued monthly pension benefit as of the date of death, reduced for 50% joint and survivor election and reduced for payment as early as the participant's earliest retirement date.

Eligibility for Benefits

Normal retirement

Retirement on NRD

Early retirement

The earlier of the first day of the month coinciding with or next following the attainment of age 55 with 5 years of eligibility service, or 30 years of eligibility service regardless of age.

Postponed retirement

Retirement after NRD

Vested termination

Termination for reason other than death or retirement after completing 5 years of eligibility service. Participants represented by United States Steel Workers International Union, Local #9-537 employed at the Roberta, Alabama Plant on the closing date of the Argos Purchase Agreement became 100% vested.

Disability retirement

A participant with 10 years eligibility service who is unable to obtain gainful employment by reason of total and permanent disability is eligible for disability.

Preretirement death benefit

Death while eligible for normal, early, postponed, or deferred vested retirement benefits, with a surviving spouse.

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)
EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB Part V – Summary of Plan Provisions

Benefits Paid Upon the Following Events

Normal retirement	Monthly pension benefit determined as of NRD
Early retirement	Monthly pension benefit is reduced .3% for each month that actual retirement date precedes NRD, however, the benefit is unreduced after 30 years of eligibility service.
Postponed retirement	Monthly pension benefit determined as of actual retirement date
Vested termination	Monthly pension benefit is equal to the accrued normal retirement benefit as of the date of termination. If the benefit starts before normal retirement date, the benefit will be reduced using early retirement benefit reduction factors.
Disability retirement	The monthly disability benefit, payable immediately, is equal to the disability multiplier times credited service. For Roberta, the disability multiplier is equal to the normal retirement benefit multiplier. For Tulsa, the disability multiplier is equal to the normal retirement benefit multiplier plus \$1.
Preretirement death	Monthly preretirement death benefits on behalf of both active and terminated vested employees are reduced as described above.

Other Plan Provisions

Forms of payment	<p>Monthly pension benefits are paid as a life annuity (if the participant is unmarried), an actuarially equivalent 50% joint and survivor annuity (if the participant is married), or if the participant elects and the spouse consents, another actuarially equivalent optional form offered by the plan. Optional forms are:</p> <ul style="list-style-type: none">▶ Joint and 66 2/3% survivor annuity (married participants only)▶ Joint and 75% survivor annuity (married participants only)▶ Joint and 100% survivor annuity (married participants only)▶ Life annuity▶ Single lump sum (Roberta participants only, available at retirement age only)▶ Certain participants were eligible to elect a lump sum for a limited period during 2014, with the lump sum paid effective November 2014. <p>Lump sums are calculated using IRC § 417(e) assumptions as present value of benefits commencing at earliest retirement age.</p> <p>An automatic lump sum distribution is made if the present value of benefits is no more than \$1,000 (\$5,000 effective January 1, 2016) and \$5,000 for survivor benefits.</p> <p>Actuarial equivalence for optional form conversion other than lump sum form of payment:</p> <ul style="list-style-type: none">▶ Participant mortality: GAM 1971 male▶ Beneficiary mortality: GAM 1971 female▶ Interest rate: 5.50%
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Maximum on benefits

All benefits for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

Changes in Plan Provisions Since Prior Year Valuation and Other Events

Lafarge sponsored a limited period lump sum offering for certain participants for payment effective November 2014; this plan change is reflected in the 2015 valuation.

Effective December 31, 2014, the Lafarge North America Inc. Pension Plan for Hourly Compensated Employees (Gypsum), the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Aggregates), and the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees merged into the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement).

Effective July 2015, Lafarge (the parent company of Lafarge North America Inc.) merged with Holcim to form LafargeHolcim. This did not impact the plan valuation, and the plan sponsor remains Lafarge North America Inc.

In December 2015, LafargeHolcim amended the plan to increase the automatic lump sum distribution level from \$1,000 to \$5,000. This was not reflected in the valuation.

Willis Towers Watson is not aware of any other plan changes which are required to be reflected.

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)
EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB Part V – Summary of Plan Provisions

Plan provisions for employees formerly participating in the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Aggregates)

Covered Employees

All employees at the company's Lithonia, Georgia facility employed on an hourly or piecework basis and who are represented by Local #131, United Steelworkers of America.

Participation Date

Covered Employees participate on the January 1st or July 1st immediately following attainment of age 20 1/2 and either six months of service or completion of 1,000 hours of service in a calendar year. Active participants of Blue Circle Aggregates Union Hourly Pension Plan (Lithonia) on December 31, 2001 participate on January 1, 2002.

Effective June 30, 2013, Lafarge divested these operations.

Definitions

Eligibility service

One year of eligibility service is accrued for each plan year during which 1,000 or more hours of service are completed. A partial year of service is credited for less than 1,000 hours of service in a plan year. Each participant who was both an active employee of Blue Circle North America Inc. ("BCNA") and a participant in the Blue Circle Aggregates Union Hourly Pension Plan (Lithonia) is entitled to service credit for periods of employment with BCNA prior to January 1, 2002 which are taken into account for purposes of determining the participant's eligibility service under the Blue Circle Aggregates Union Hourly Pension Plan (Lithonia).

Credited service

One year of credited service is accrued for each plan year during which 2,080 or more hours of service are completed. A partial year of credited service is accrued for less than 2,080 hours of service in a plan year. Each participant who was both an active employee of Blue Circle North America Inc. ("BCNA") and a participant in the Blue Circle Aggregates Union Hourly Pension Plan (Lithonia) is entitled to service credit for periods of employment with BCNA prior to January 1, 2002 which are taken into account for purposes of determining the participant's credited service under the Blue Circle Aggregates Union Hourly Pension Plan (Lithonia).

Normal retirement date (NRD)

First day of the month coinciding with or next following the attainment of age 65.

Monthly pension benefit

The accrued benefit for an employee is computed by multiplying the retirement multiplier below by credited service:

Retirement Multiplier

\$17.00
\$19.50
\$19.75
\$20.25
\$21.00
\$21.75

Effective Date

1/1/2004
1/1/2005
1/1/2006
1/1/2007
1/1/2008
1/1/2009

\$22.50	1/1/2010
\$23.50	1/1/2011
\$24.50	1/1/2012
\$25.50	1/1/2013

The benefit payable under this plan will be reduced by the benefit payable under any offsetting plan. Offsetting plans are other defined benefit pension plans or retirement plans, including the Blue Circle Aggregates Union Hourly Pension Plan (Lithonia), under which a benefit is determined, based on service with respect to which the participant is also entitled to credited service under this plan.

Monthly preretirement death benefit

50% of the accrued monthly pension benefit as of the date of death, reduced for 50% joint and survivor election and reduced for payment as early as the participant's earliest retirement date.

Eligibility for Benefits

Normal retirement

Retirement on NRD

Early retirement

The first day of month coinciding with or next following the attainment of age 55 with 10 years of eligibility service.

Postponed retirement

Retirement after NRD

Vested termination

Termination for reason other than death or retirement after completing 5 years of eligibility service.

Disability retirement

A participant with 15 years eligibility service who is unable to obtain gainful employment by reason of total and permanent disability is eligible for disability.

Preretirement death benefit

Death while eligible for normal, early, postponed, or deferred vested retirement benefits, with a surviving spouse.

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)
EIN 58-1290226/PN 038
Attachment to 2015 Schedule SB Part V – Summary of Plan Provisions

Benefits Paid Upon the Following Events

Normal retirement	Monthly pension benefit determined as of NRD
Early retirement	Monthly pension benefit actuarially reduced if payments commence prior to age 65.
Postponed retirement	Monthly pension benefit determined as of the actual retirement date.
Vested termination	Monthly pension benefit is equal to the accrued normal retirement benefit as of the date of termination. If the benefit starts before normal retirement date, the benefit will be reduced using early retirement benefit reduction factors.
Disability retirement	The monthly disability benefit, which commences on the first of the month following disability, is equal to the accrued benefit as of the date of disability.
Preretirement death	Monthly preretirement death benefits on behalf of both active and terminated vested employees are reduced as described above.

Other Plan Provisions

Forms of payment	<p>Monthly pension benefits are paid as described above as a life annuity, if the participant has no spouse as of the date payments begin. Otherwise, benefits are paid in the form of an actuarially equivalent joint and 50% survivor annuity, or, if the participant elects and the spouse consents, another actuarially equivalent optional form offered by the plan. Optional forms are:</p> <ul style="list-style-type: none">▶ Joint and 75% survivor annuity▶ 120 month certain and continuous annuity <p>Actuarial equivalence for optional form conversion other than lump sum:</p> <ul style="list-style-type: none">▶ Participant mortality: GAM 1971 male▶ Beneficiary mortality: GAM 1971 male set back 6 years▶ Interest rate: 7.50% <p>An automatic lump sum distribution is made if the present value of benefits is no more than \$1,000 (\$5,000 effective January 1, 2016) and \$5,000 for survivor benefits.</p>
Maximum on benefits	<p>All benefits for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.</p>

Changes in Plan Provisions Since Prior Year Valuation and Other Events

Effective December 31, 2014, the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Aggregates) merged into the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement).

Effective July 2015, Lafarge (the parent company of Lafarge North America Inc.) merged with Holcim to form LafargeHolcim. This did not impact the plan valuation, and the plan sponsor remains Lafarge North America Inc.

In December 2015, LafargeHolcim amended the plan to increase the automatic lump sum distribution level from \$1,000 to \$5,000. This was not reflected in the valuation.

No other plan changes were reflected. Willis Towers Watson is not aware of any other plan changes which are required to be reflected.

Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)
EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB Part V – Summary of Plan Provisions

Plan provisions for employees formerly participating in the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees

Effective Date	The original effective date of this plan was May 1, 1981.
Covered Employees	<p>All employees of the Tulsa, Oklahoma Plant, the Atlanta, Georgia Plant and the Roberta, Alabama Plant who are covered by a collective bargaining agreement.</p> <p>The Atlanta, Georgia Plant union was certified June 13, 1995; participants ceased to accrue benefits thereafter. The Roberta, Alabama Plant was included in a divestiture effective October 3, 2011 to Cementos Argos. The Tulsa, Oklahoma Plant was included in a divestiture effective November 30, 2012 to Eagle Materials.</p>
Participation Date	Date of hire
Definitions	
Eligibility service	A year of eligibility service is accrued for each plan year in which the participant works 1,000 hours.
Credited service	<p>A year of credited service is accrued for each plan year in which a participant works 1,200 hours, with 1/12 of a year's credit given for each 100 hours worked less than 1,200. Prior plan provisions apply for credited service prior to adoption of this plan.</p> <p>Note: As of January 1, 2002, the sponsoring employer had no employees (many former employees of the sponsor are now employees of Lafarge North America Inc.). Consequently, no periods of employment after December 31, 2001 will be considered credited service for the purpose of calculating the amount of any benefits under this plan. However, periods of employment with Lafarge North America after December 31, 2001 will be considered eligibility service for the purposes of determining benefit eligibility.</p>
Normal retirement date (NRD)	First day of the month coinciding with or next following the attainment of age 65.
Monthly pension benefit	<p>The accrued benefit for an employee at the Tulsa location is equal to \$26.00 multiplied by credited service. The accrued benefit for an employee at the Roberta location is equal to \$25.50 multiplied by credited service.</p>
Monthly preretirement death benefit	50% of the accrued monthly pension benefit as of the date of death, reduced for 50% joint and survivor election and reduced for payment as early as the participant's earliest retirement date.

Eligibility for Benefits

Normal retirement	Retirement on NRD
Early retirement	The earlier of the first day of the month coinciding with or next following the attainment of age 55 with 5 years of eligibility service, or the completion of 30 years of eligibility service regardless of age.
Postponed retirement	Retirement after NRD
Vested termination	Termination for reason other than death or retirement after completing 5 years of eligibility service.
Disability retirement	A participant with 10 years eligibility service who is unable to obtain gainful employment by reason of total and permanent disability is eligible for disability.
Preretirement death benefit	Death while eligible for normal, early, postponed, or deferred vested retirement benefits, with a surviving spouse.

Benefits Paid Upon the Following Events

Normal retirement	Monthly pension benefit determined as of NRD
Early retirement	Monthly pension benefit reduced .3% for each month that actual retirement date precedes NRD, however the benefit is unreduced after 30 years eligibility service.
Postponed retirement	Monthly pension benefit determined as of actual retirement date
Vested termination	Monthly pension benefit is equal to the accrued normal retirement benefit as of the date of termination. If the benefit starts before normal retirement date, the benefit will be reduced using early retirement benefit reduction factors.
Disability retirement	The monthly disability benefit, payable immediately, is currently equal to \$27.00 times credited service for employees at the Tulsa location and \$25.50 times credited service for employees at the Roberta location.
Preretirement death	Monthly preretirement death benefits on behalf of both active and terminated vested employees are reduced as described above.

Other Plan Provisions

Charge for preretirement death benefits	Participants who were not employed as of December 31, 2001 are assessed a charge for preretirement death benefit coverage by reducing the accrued benefit by 0.25% per full or partial year the coverage is in effect. There is no reduction for the year in which the participant meets early retirement eligibility, for 1985 or prior years, for years prior to the calendar year in which the participant turns age 35, when coverage is waived, or when the participant is not legally married.
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Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement)
EIN 58-1290226/PN 038

Attachment to 2015 Schedule SB Part V – Summary of Plan Provisions

Forms of payment	<p>Monthly pension benefits are paid as a life annuity (if the participant is unmarried), an actuarially equivalent 50% joint and survivor annuity (if the participant is married), or if the participant elects and the spouse consents, another actuarially equivalent optional form offered by the plan. Optional forms are:</p> <ul style="list-style-type: none">▶ Joint and 66 2/3% survivor annuity (married participants only)▶ Joint and 75% survivor annuity (married participants only)▶ Joint and 100% survivor annuity (married participants only)▶ Life annuity▶ Certain participants were eligible to elect a lump sum for a limited period during 2014, with the lump sum paid effective November 2014. <p>Participants of the Atlanta, Georgia Plant and the Roberta, Alabama Plant may elect a single lump sum distribution at the later of termination and age 55.</p> <p>Lump sums are calculated using IRC § 417(e) assumptions. The lump sum is calculated as the present value of the benefit commencing at earliest retirement age.</p> <p>An automatic lump sum distribution is made if the present value of benefits is no more than \$1,000 (\$5,000 effective January 1, 2016) and \$5,000 for survivor benefits.</p> <p>Actuarial equivalence for optional form conversion other than lump sum form of payment:</p> <ul style="list-style-type: none">▶ Participant mortality: GAM 1971 male▶ Beneficiary mortality: GAM 1971 female▶ Interest rate: 5.50%
Maximum on benefits	<p>All benefits for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.</p>

Changes in Plan Provisions Since Prior Year Valuation and Other Events

Lafarge sponsored a limited period lump sum offering for certain participants for payment effective November 2014; this plan change is reflected in the 2015 valuation.

Effective December 31, 2014, the Blue Circle Inc. Pension Plan for Cement Union Hourly Employees merged into the Lafarge North America Inc. Pension Plan for Blue Circle Heritage Hourly Compensated Employees (Cement).

Effective July 2015, Lafarge (the parent company of Lafarge North America Inc.) merged with Holcim to form LafargeHolcim. This did not impact the plan valuation, and the plan sponsor remains Lafarge North America Inc.

In December 2015, LafargeHolcim amended the plan to increase the automatic lump sum distribution level from \$1,000 to \$5,000. This was not reflected in the valuation.

No other plan changes were recognized. Willis Towers Watson is not aware of any plan changes which are required to be reflected.

