SUPPLEMENT DATED 24 November 2015

CRH Finance Limited

(incorporated with limited liability in Ireland with registered number 50074)

CRH Finance (U.K.) plc

(incorporated with limited liability in England and Wales with registered number 2153217)

CRH Funding B.V.

(incorporated with limited liability in The Netherlands with registered number 57502536)

CRH Finance Germany GmbH

(incorporated with limited liability in the court of Düsseldorf, Germany with registered number HRB 66176)

CRH Finance SAS

(incorporated with limited liability in France with registered number 519 204 440)

CRH Finland Services Oyj

(incorporated with limited liability in Finland with Business Identity Code 2553762-1)

CRH Finance Switzerland AG

(incorporated with limited liability in Switzerland with registered number CH-170.3.037.929-8)

CRH Canada Finance, Inc.

(a corporation incorporated under the Business Corporations Act (New Brunswick) with corporation number 677784)

€8,000,000,000
Euro Medium Term Note Programme
unconditionally and irrevocably guaranteed by

CRH plc

(incorporated with limited liability in Ireland with registered number 12965)

This Supplement (the **Supplement**) is a supplement to the Base Prospectus dated 29 October 2015 (the **Base Prospectus**) which comprises a base prospectus for each of CRH Finance Limited (**CRH Finance**), CRH Finance (U.K.) plc (**CRH Finance UK**), CRH Funding B.V. (**CRH Funding B.V.**), CRH Finance Germany GmbH (**CRH Germany**), CRH Finance SAS (**CRH Finance SAS**), CRH Finland Services Oyj (**CRH Finland**), CRH Finance Switzerland AG (**CRH Switzerland**) and CRH Canada Finance, Inc. (**CRH Canada**) (each an **Issuer** and together, the

Issuers) for the purposes of Article 5.4 of Directive 2003/71/EC, as amended (the **Prospectus Directive**). To the extent that the Base Prospectus is inconsistent with this Supplement, this Supplement shall prevail.

This Supplement constitutes a supplement for the purposes of Article 16 of the Prospectus Directive and should be read in conjunction with the Base Prospectus.

This Supplement is prepared in connection with the €8,000,000,000 Euro Medium Term Note Programme (the **Programme**) established by CRH Finance, CRH Finance UK, CRH Funding B.V., CRH Germany, CRH Finance SAS, CRH Finland, CRH Switzerland and CRH Canada and guaranteed by CRH plc (**CRH**). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

The Supplement has been approved by the Central Bank of Ireland (the **Central Bank**), as competent authority under the Prospectus Directive. The Central Bank only approves this Supplement as meeting the requirements imposed under Irish and EU law pursuant to the Prospectus Directive.

CRH Finance accepts responsibility for the information contained in this Supplement with the exception of any information in respect of CRH Finance UK, CRH Funding B.V., CRH Germany, CRH Finance SAS, CRH Finland, CRH Switzerland or CRH Canada. To the best of the knowledge of CRH Finance (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement in respect of which it accepts responsibility is in accordance with the facts and does not omit anything likely to affect the import of such information.

CRH Finance UK accepts responsibility for the information contained in this Supplement with the exception of any information in respect of CRH Finance, CRH Funding B.V., CRH Germany, CRH Finance SAS, CRH Finland, CRH Switzerland or CRH Canada. To the best of the knowledge of CRH Finance UK (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement in respect of which it accepts responsibility is in accordance with the facts and does not omit anything likely to affect the import of such information.

CRH Funding B.V. accepts responsibility for the information contained in this Supplement with the exception of any information in respect of CRH Finance, CRH Finance UK, CRH Germany, CRH Finance SAS, CRH Finland, CRH Switzerland or CRH Canada. To the best of the knowledge of CRH Funding B.V. (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement in respect of which it accepts responsibility is in accordance with the facts and does not omit anything likely to affect the import of such information.

CRH Germany accepts responsibility for the information contained in this Supplement with the exception of any information in respect of CRH Finance, CRH Finance UK, CRH Funding B.V., CRH Finance SAS, CRH Finland, CRH Switzerland or CRH Canada. To the best of the knowledge of CRH Germany (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement in respect of which it accepts responsibility is in accordance with the facts and does not omit anything likely to affect the import of such information.

CRH Finance SAS accepts responsibility for the information contained in this Supplement with the exception of any information in respect of CRH Finance, CRH Finance UK, CRH Funding B.V., CRH Germany, CRH Finland, CRH Switzerland or CRH Canada. To the best of the knowledge of CRH Finance SAS (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement in respect of which it accepts responsibility is in accordance with the facts and does not omit anything likely to affect the import of such information.

CRH Finland accepts responsibility for the information contained in this Supplement with the exception of any information in respect of CRH Finance, CRH Finance UK, CRH Funding B.V., CRH Germany, CRH Finance SAS, CRH Switzerland or CRH Canada. To the best of the knowledge of CRH Finland (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement in respect of which it accepts responsibility is in accordance with the facts and does not omit anything likely to affect the import of such information.

CRH Switzerland accepts responsibility for the information contained in this Supplement with the exception of any information in respect of CRH Finance, CRH Finance UK, CRH Funding B.V., CRH Germany, CRH Finance SAS, CRH Finland or CRH Canada. To the best of the knowledge of CRH Switzerland (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement in respect of which it accepts responsibility is in accordance with the facts and does not omit anything likely to affect the import of such information.

CRH Canada accepts responsibility for the information contained in this Supplement with the exception of any information in respect of CRH Finance, CRH Finance UK, CRH Funding B.V., CRH Germany, CRH Finance SAS, CRH Finland or CRH Switzerland. To the best of the knowledge of CRH Canada (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement in respect of which it accepts responsibility is in accordance with the facts and does not omit anything likely to affect the import of such information.

CRH accepts responsibility for the information contained in this Supplement. To the best of the knowledge of CRH (having taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Documents Incorporated by Reference

CRH plc Interim Results 2015 pages 2, 4, 6, 7, 8, 9, 10, 12, 13, 15, 16, 20 and 28-30. A copy of the CRH plc Interim Results 2015 has been filed with the Central Bank of Ireland and the Irish Stock Exchange and, by virtue of this Supplement, the specified pages of the CRH plc Interim Results 2015 shall be deemed to be incorporated in, and form part of, the Base Prospectus. Copies of the CRH plc Interim Results 2015 can be obtained from the registered office of each of the Issuers or by downloading an electronic copy from the CRH website (*http://www.crh.com/docs/2015-interim-results/2015-crh-interim-results-presentation.pdf?sfvrsn=2*).

Any non-incorporated parts of a document referred to herein are either deemed not relevant for an investor or are otherwise covered elsewhere in this Supplement.

In this Supplement, references to websites or uniform resource locators (**URLs**) are inactive textual references and are included for information purposes only. The contents or such website or URL shall not form part of, or be deemed incorporated into, this Supplement.

This Supplement will also be published on the Central Bank's website (www.centralbank.ie). The websites of CRH or Central Bank do not form any part of the contents of this Supplement.

Risk Factors

The risk factor "*Withholding under the EU Savings Directive*" set out in "*Risk Factors - Risks related to Notes generally*" section of the Base Prospectus shall be deleted and replaced with the following text:

"Under Council Directive 2003/48/EC on the taxation of savings income in the form of interest payments (the **Savings Directive**), EU Member States are required to provide to the tax authorities of other EU Member States details of certain payments of interest or similar income paid or secured by a person established in an EU Member State to or for the benefit of an individual resident in another EU Member State or certain limited types of entities established in another EU Member State.

For a transitional period, Austria is required (unless during that period it elects otherwise) to operate a withholding system in relation to such payments (subject to a procedure whereby, on meeting certain conditions, the beneficial owner of the interest or other income may request that no tax be withheld). The end of the transitional period is dependent upon the conclusion of certain other agreements relating to information exchange with certain other countries. A number of non-EU countries and territories including Switzerland have adopted similar measures (a withholding system in the case of Switzerland).

On 10 November 2015, the Council of the European Union adopted a Council Directive repealing the Savings Directive from 1 January 2017 in the case of Austria and from 1 January 2016 in the case of all other EU Member States (subject to on-going requirements to fulfil administrative obligations such as the reporting and exchange of information relating to, and accounting for withholding taxes on, payments made before those dates). This is to prevent overlap between the Savings Directive and a new automatic exchange of information regime to be implemented under Council Directive 2011/16/EU on Administrative Cooperation in the field of Taxation (as amended by Council Directive 2014/107/EU). The new regime under Council Directive 2011/16/EU (as amended) is in accordance with the Global Standard released by the Organisation for Economic Co-operation and Development in July 2014. Council Directive 2011/16/EU (as amended) is generally broader in scope than the Savings Directive, although it does not impose withholding taxes.

If a payment were to be made or collected through an EU Member State which has opted for a withholding system and an amount of, or in respect of, tax were to be withheld from that payment, neither the relevant Issuer nor the Guarantor nor any Paying Agent (as defined in the Conditions of the Notes) nor any other person would be obliged to pay additional amounts with respect to any Note as a result of the imposition of such withholding tax. The Issuers are (except for Swiss Notes) required to maintain a Paying Agent in an EU Member State that is not obliged to withhold or deduct tax pursuant to the Savings Directive or any law implementing or complying with, or introduced in order to conform to, such Directive."

Recent Developments

The following text shall be included at the end of the section entitled "*Description of CRH plc*" in the Base Prospectus:

"**Recent Developments**

2015 Interim Management Statement

On 19 November 2015 CRH published the interim management statement for the period ended 30 September 2015 (the **Interim Management Statement**) in accordance with the EU Transparency Directive 2004/109/EC.

The following is derived from the Interim Management Statement:

"***Good Performance from Continuing Operations***

Third quarter trading benefited from continued positive momentum in the Americas where overall economic recovery is driving construction demand. The backdrop in Europe continues to be mixed but stable.

Cumulative sales from continuing operations[1] amounted to €15.5 billion for the nine months to the end of September 2015, an increase of 16% compared with the corresponding period in 2014.

2015 sales change versus 2014	Europe	Americas	Group
First half 2015	+3%	+32%	+17%
Third quarter 2015	+1%	+23%	+14%
Nine months to September 2015	+2%	+28%	+16%

Continuing operations EBITDA change versus 2014	Europe	Americas	Group
First half 2015	+4%	+57%	+29%
Nine months to September 2015	+3%	+55%	+34%

The nine months EBITDA from continuing operations was €1.5 billion, which demonstrated an increase of 34% across the Group; increase of 3% in Europe and 55% in Americas.

A relentless focus on performance in all of the Group's businesses, coupled with the Group's vertically integrated business model for heavyside materials, delivered the strong operational leverage underpinning improved margins and returns.

Portfolio Management

The Group demonstrated continued progress with the multi-year divestment programme with the first nine months of 2015 divestment/disposal proceeds amounting to €0.74 billion.

Financial Discipline

The Group continues to maintain a strong focus on prudent financial management, and remains committed to restoring the Group debt metrics to normalised levels in 2016.

Finance and Development Update

Net debt of the Group of €8.0 billion at the end of September 2015 was €4.5 billion higher than at the end of September 2014 reflecting the significant acquisition spend in 2015, partly offset by net inflows as a result of the higher trading levels in 2015 and the Group's continued focus on working capital management and capital expenditure control. Given the level of proceeds already realised to date in 2015 under the Group's divestment programme, and the Group's strong track record in converting a significant proportion of its EBITDA into operating cash flow, the Group is on track to deliver on its commitment to restore its debt metrics to normalised levels in 2016.

In addition to the acquisition of the Lafarge and Holcim assets and CRL, development spend for the first nine months of 2015 amounted to €130 million (including deferred payments on prior year acquisitions) on nine acquisitions and four investments. Disposal proceeds for the first nine months 2015 amount to approximately €738 million which, combined with the 2014 proceeds of

[1] Continuing operations exclude both the impact of entities divested by CRH in 2014 and 2015, and the contribution from the acquired Lafarge and Holcim operations; at EBITDA level results from continuing operations also exclude one-off items.

€345 million, brings cumulative proceeds generated since the announcement in August 2014 of the Group's divestment programme to €1.1 billion.

Europe Update

Results from continuing operations in the first half of 2015 matched the strong first half of 2014 which had benefited from very positive weather conditions. Although certain markets saw trends moderating during the third quarter of 2015, overall sales and EBITDA remained similar to the first nine months of 2014.

Europe Heavyside: Following growth of 1% in the first half, sales from continuing operations in the third quarter 2015 were 1% behind third quarter 2014, bringing cumulative nine months 2015 sales from continuing operations in line with 2014. Third quarter 2015 EBITDA from continuing operations was close to third quarter 2014 EBITDA.

Key Markets in Brief

- Switzerland: lower volumes and prices in competitive markets impacted by strong Swiss franc;
- Poland: positive demand environment with cement volumes marginally ahead of 2014; pricing remains difficult;
- Benelux: improving economic backdrop in the Netherlands positively impacting residential demand;
- Finland: continued subdued demand, especially for cement and aggregates;
- Ukraine: markets relatively resilient; cement volumes slightly behind 2014; exchange rate more than 30% weaker against euro;
- Ireland: construction activity continues to gather momentum.

Europe Lightside: Sales in the third quarter 2015 were up 7% compared with 2014, reflecting robust demand for key products in major markets, EBITDA from continuing operations for the period was also ahead of the first nine months of 2014.

Key Markets in Brief (Lightside)

- Construction Accessories: improving performance driven by positive momentum in some key markets;
- Shutters & Awnings: strong first nine months performance due to favourable weather and stable market conditions;
- Composite access chambers: reduced demand in some markets offset by favourable product mix;
- Fencing: increased demand for mobile fencing more than offset by weaker permanent fencing.

Europe Distribution: Reflecting the moderating trends across many European markets, distribution sales from continuing operations increased by 3% in the third quarter 2015, compared with a first half 2015 increase of 5%. EBITDA for the period was marginally ahead of 2014.

Key Markets in Brief

- Belgium: overall stable as improving non-residential demand offset softer housing market;

- Netherlands: ongoing signs of improving overall sentiment and increasing residential demand;
- Switzerland: demand impacted by cooling residential demand and strong Swiss franc;
- Germany: repair, maintenance and improvement demand broadly in line; DIY remains resilient.

Americas Update

Against the backdrop of improving construction activity in the United States, the Group's Americas operations benefited in the third quarter 2015 from continued momentum in underlying demand following the strong first half 2015. Sales from continuing operations for the quarter were 7% ahead of 2014 in US$ dollar terms while US$ dollar EBITDA improved by 30%.

Americas Materials: The positive momentum experienced in the first half 2015 continued into the third quarter 2015, with improved demand in key market areas compared with 2014. The improving first-half margin trends also continued and overall EBITDA for the quarter was well ahead of 2014 numbers.

Key Markets in Brief

- Infrastructure: stable Federal funding; State funding increasing; improved prospects for new highway bill;
- Non-Residential: improving activity supporting positive volume and price trends;
- Aggregates: like-for-like volumes slightly up in third quarter 2015; up 2% in the nine months to end September 2015;
- Asphalt: like-for-like volumes up 4% in third quarter 2015; up 5% in the nine months to end September 2015;
- Readymixed concrete: like-for-like volumes down 1% in third quarter 2015; flat in the nine months to end September 2015.

Americas Products: With improving demand, particularly from private construction and repair and maintenance activity in the United States, and the impact of the first time inclusion of CRL, the third quarter 2015 saw continuing operations sales growth of 13% in US$ dollar terms in the Group's Americas Products operations. EBITDA also advanced, reflecting better volumes and a continued focus on commercial and cost initiatives.

Markets in Brief

- Non-Residential: advancing steadily; particularly in South and West regions;
- Residential: expanding in most regions; positive single and multi-family home trends.

Americas Distribution: Third quarter 2015 sales from continuing operations were broadly in line with 2014 in US$ dollar terms, bringing cumulative growth to 4% for the nine months to end September 2015, compared with the 6% rate at the end of June 2015. Third quarter 2015 US$ dollar EBITDA was ahead of 2014.

Markets in Brief

- Non-Residential: higher third quarter sales, increasing wallboard prices and improved new construction activity;

- Residential: relatively stable roofing/siding demand continues.

Lafarge and Holcim Acquired Business Update

The operations acquired on 31 July 2015 (European and American assets) and 15 September 2015 (the Philippines) are performing in line with expectations with the full year 2015 EBITDA run rate in excess of €800 million. The Group expects these assets to contribute approximately €340 million to the Group's 2015 EBITDA, before one-off acquisition and integration costs of approximately €200 million, which comprise due diligence and transaction costs (approximately €65 million); integration and migration costs (approximately €85 million) and IFRS stock revaluation impact (approximately €50 million).

Key Markets in Brief

- Western Europe: continued strong performance in UK; stable backdrop in Germany; weak performance in France;
- Central and Eastern Europe: overall good progress led by buoyant cement demand in Romania;
- Americas: Canada broadly stable albeit with regional variations; Brazil challenging;
- Asia: positive demand environment in the Philippines."

The following shall be included after "The Group financed the transaction using existing financial resources" on page 116 of the Base Prospectus:

", including funds available under the Group's senior unsecured bridge loan facility (the "**Bridge Loan Facility**"). In July-September 2015 the Group borrowed approximately €2.7 billion under the Bridge Loan Facility to finance both the Acquisition and CRL acquisition."

The following shall be included at the end of the section "Description of CRH plc – Description of the Group's business" of the Base Prospectus and after the Recent Developments described above:

"**Tarmac**

As part of the acquisition of assets from Lafarge and Holcim the Group acquired Lafarge Tarmac Holdings Limited ("**Tarmac**"). Tarmac's activities are organised into the following business units (save for numbers relating to the blocks, mortar, bagged aggregates, and precast unit which are for the nine month period ended 31 December 2014 (starting from April 2014 when the unit was consolidated), all numbers below are for the twelve month period ended 31 December 2014, adjusted for certain assets retained by Lafarge and Holcim; capacity, volumes and numbers relating to employees are adjusted to remove those employed by units not acquired by the Group):

(i) cement (with capacity of 2.4 million tonnes per year, production volume of 2.9 million tonnes, 11 terminals and depots and approximately 680 employees);

(ii) aggregates (with capacity of 124 sites, production volume of 50.2 million tonnes and approximately 1,540 employees);

(iii) readymix concrete (with capacity of 110 fixed plants, production volume of 3 million cubic meters and approximately 730 employees);

(iv) asphalt (with capacity of 72 plants, production volume of 7.8 million tonnes and approximately 820 employees);

(v) lime and powders (with capacity of 8 limekilns 1 powders plant, production volume of 0.8 million tonnes and approximately 310 employees);

(vi) road contracting (with capacity of 22 offices, production volume of 2.8 million tonnes of asphalt laid and approximately 1,400 employees);

(vii) blocks, mortar, bagged aggregates, precast (with capacity of 40 sites, revenue of £140 million and approximately 810 employees)."

Taxation

"*EU Savings Directive*" disclosure set out in "*Taxation - EU Savings Directive***"** section of the Base Prospectus shall be deleted and replaced with the following text:

"**EU SAVINGS DIRECTIVE**

Under Council Directive 2003/48/EC on the taxation of savings income in the form of interest payments (the Savings Directive), EU Member States are required to provide to the tax authorities of other EU Member States details of certain payments of interest or similar income paid or secured by a person established in an EU Member State to or for the benefit of an individual resident in another EU Member State or certain limited types of entities established in another EU Member State.

For a transitional period, Austria is instead required (unless during that period it elects otherwise) to operate a withholding system in relation to such payments (subject to a procedure whereby, on meeting certain conditions, the beneficial owner of the interest or other income may request that no tax be withheld). The end of the transitional period is dependent upon the conclusion of certain other agreements relating to information exchange with certain other countries. A number of non-EU countries and territories including Switzerland have adopted similar measures (a withholding system in the case of Switzerland).

On 10 November 2015, the Council of the European Union adopted a Council Directive repealing the Savings Directive from 1 January 2017 in the case of Austria and from 1 January 2016 in the case of all other EU Member States (subject to on-going requirements to fulfil administrative obligations such as the reporting and exchange of information relating to, and accounting for withholding taxes on, payments made before those dates). This is to prevent overlap between the Savings Directive and a new automatic exchange of information regime to be implemented under Council Directive 2011/16/EU on Administrative Cooperation in the field of Taxation (as amended by Council Directive 2014/107/EU). The new regime under Council Directive 2011/16/EU (as amended) is in accordance with the Global Standard released by the Organisation for Economic Co-operation and Development in July 2014. Council Directive 2011/16/EU (as amended) is generally broader in scope than the Savings Directive, although it does not impose withholding taxes.

Investors who are in any doubt as to their position should consult their professional advisers."

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted, as the case may be, since the publication of the Base Prospectus.