

February 4, 2020

CEMEX S.A.B. de C.V.
Board of Directors
Ing. Rogelio Zambrano Lozano
Chairman

In compliance with the provisions of article 43 of the Mexican Securities Market Law (*Ley de Mercado de Valores*), we submit the following activities report, for the consideration of the Board of Directors of CEMEX, S.A.B. de C.V.

- i. The results for year 2018 were evaluated, the budget for the fiscal year 2019 was approved, and it was agreed to recommend the authorization of the financial plan for fiscal year 2019 to the Board of Directors, such budget and plan were reviewed in each of the Committee's sessions during the year, and updated as required.
- ii. The results of the company, the measures that Management has implemented to reduce the consolidated debt and the information to be disclosed to public investors and the stock exchange authorities were analyzed on a quarterly basis.
- iii. The potential strategic transactions in different parts of the world that the Company could carry out, were analyzed and evaluated, and those that complied with the investment criteria were presented to the Board of Directors, to deepen their analysis and continue to value those opportunities.
- iv. Various proposals for the divestment of assets and businesses of the Company were reviewed.
- v. The aggregate amount of compensation for the Chairman of the Board of Directors, the Chief Executive Officer and relevant executives was authorized for the year 2019.
- vi. The proposal to maintain the program for the acquisition of shares issued by the Company or securities that represent such shares for up to 500 million of dollars of the United States of America ("Dollars"), and the payment of a cash dividend of 150 million Dollars were discussed, providing the corresponding recommendations to the Board of Directors.
- vii. The strategical risks that may affect the Company and its subsidiaries in different countries in which they operate were analyzed and evaluated, as well as the mitigating strategy for each and all of them and the measures taken to reduce their impact.
- viii. Different proposals regarding donations, operations with related parties and contracting of derivative transactions were revised, providing the corresponding recommendations to the Board of Directors.
- ix. It was recommended to modify the facilities agreement signed in July 2017 (amended) with various financial institutions, the issuance of senior secured notes to refinance other securities and/or repay cash and approve the capital increase in the subsidiary CEMEX Holding Philippines.
- x. A series of initiatives to make A Stronger CEMEX were resolved, these consist of implementing operating measures that generate savings, optimizing the portfolio by selling assets, accelerating deleveraging and perform the repurchase of the Company's stock, providing the recommendations so they are presented to the Board of Directors.



- xi. It was agreed to propose to the Board of Directors the agenda for an Extraordinary General Shareholders Meeting to approve the merger of up to 27 Mexican subsidiaries with CEMEX, S.A.B. de C.V. as surviving company, modifying its corporate purpose without the need to increase its share capital.
- xii. A modification of the Regulations for the Acquisition and Placement of Shares representing the capital stock of CEMEX S.A.B. de C.V. or securities that represent such shares was proposed to the Board of Directors to reflect the greatest flexibility obtained by modifying the 2017 Facilities Agreement; and the elimination of Chapter XII of the Related Parties Policy regarding donations, was also proposed so that it could be included, under the same terms, in the new Global Policy for Administration, Procedure and Delivery of Donations.
- xiii. The committee reviewed that the actions of the Relevant Executives comply with the Bylaws and applicable Law.

By the Corporate Practices and Finance Committee

Francisco Javier Fernández Carbajal
Chairman

Roger Saldaña Madero
Secretary