

February 3, 2021

**Ordinary General Shareholders Meeting**  
**CEMEX, S.A.B. de C.V.**  
**Present**

In compliance with the provisions of article 28, section IV, subsection (e), of the Mexican Securities Market Law (*Ley de Mercado de Valores*), we inform CEMEX, S.A.B. de C.V.'s Ordinary General Shareholders Meeting of the transactions and activities in which the Board of Directors intervened during fiscal year 2020, and that, in accordance with the provisions of the Mexican Securities Market Law, are within its exclusive competence.

The transactions and activities were the following:

- (i) The Board was regularly informed of the activities of the Audit, Corporate Practices and Finance and the Sustainability Committees, and, according to their recommendations, various decisions were made, including authorizing the compensation of the Chairman of the Board of Directors and the Chief Executive Officer, as well as the policies to establish the compensation for Relevant Executives.
- (ii) The individual and consolidated Financial Statements for fiscal year 2019 were authorized.
- (iii) The budget and financial plan for the year 2020 were authorized; the quarterly individual and consolidated Financial Statements, the main financial and operational indicators and their trends, as well as their comparatives with respect to the same period of year 2019 and in relation to the approved budget for fiscal year 2020, were analyzed.
- (iv) The Board was informed of the operational improvements and savings obtained during 2019, as well as of those expected in 2020 with the adoption of the "A Stronger CEMEX" plan in 2018 and the "Operation Resilience" plan implemented in 2020.
- (v) Regarding the ordinary shareholders' meeting held in March 2020, several reports and proposals that were submitted for consideration were approved.
- (vi) An increase in subscribed and paid capital stock for \$ 1,966,263.36 pesos was authorized as a result of the conversion of 463,656 mandatory convertible notes into shares during fiscal year 2019.
- (vii) The Company's sustainability model was evaluated, together with the short, medium, and long-term goals in this area, and the actions taken to implement the best practices in this area in all of the Company's operations.
- (viii) The Board was informed about the global macroeconomic outlook for the 2020 – 2021 period, including the implications of COVID-19 for the economy and for the construction materials and cement sector.
- (ix) KPMG was authorized to function as an external audit firm during the period from April 2020 to April 2021; the budget of its fees corresponding to auditing and other services during the same period, was also authorized.

<sup>1</sup> Unofficial translation for informational purposes only, the documents available in Spanish are the official documents that will be presented during the Ordinary Shareholders Meeting on March 25, 2021.

- (x) Presentations and updates were made on the impact of COVID-19 on the Company's operations, the mitigation measures adopted in relation to operative and financial aspects, the initiatives agreed to safeguard the Company's staff and clients, and activities executed to face this challenge.
- (xi) The following was authorized: (a) various donations; (b) related parties transactions; (c) to maintain the operation of the share repurchase program in the same terms approved in 2018 until the annual shareholders meeting concerning fiscal year of 2020 is held in 2021; (d) (d) various operations presented in the 2020 Financial Plan, including the granting of powers of attorney and guarantees; and (e) the Plan named "Operation Resilience".
- (xii) The Board of Directors was informed of the most relevant aspects of the company's operations in the regions of the United States of America and Europe, Middle East, Africa and Asia.
- (xiii) Updates were received regarding the situation of the industry, the various strategies related to the Company's business portfolio for the 2020 - 2023 period, growth opportunities, including the communication strategy to the market of the "Operation Resilience" Plan.
- (xiv) The strategic risks monitored by the Company were analyzed, informing the Board of Directors of the most important risks with an impact in the short and medium term, including the years 2020 and 2021, as well as the mitigation strategy for each of them.
- (xv) The outlook of the industry and of the Company for the year 2021 was analyzed.

By the Board of Directors

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Rogelio Zambrano Lozano  
Chairman

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Roger Saldaña Madero  
Secretary