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## **INFORMS:**

**BOGOTA COLOMBIA. NOVEMBER 13, 2019.** - That in meeting held by the Board of Directors of CEMEX Latam Holdings, S.A. (hereinafter, the "Company") that took place today, November 13, 2019, at the registered office of the Company, the following relevant decisions were taken:

1. Acceptance of the resignation presented by Ms. Carmen Burgos Casas as Proprietary Director of the Company and, consequently, as a member and secretary of the Appointments and Remuneration Committee of the Company, as Ms. Burgos considers that she does not have sufficient availability to properly perform her duties as director of the Company due to her departure from the CEMEX, S.A.B. de C.V. Group.
2. The appointment by the co-option system, after a favorable report from the Appointments and Remuneration Committee of the Company and to fill the vacancy caused by the resignation presented by Mrs. Burgos, of Mr. Jesús González Herrera as Proprietary Director of the Company. The ratification of the appointment of Mr. Jesús González Herrera as Proprietary Director of the Company shall be submitted to a vote of the General Shareholders' Meeting of the Company to be held in the month of June 2020, in accordance with the bylaws of the Company and the applicable Spanish legislation.
3. The approval, after a favorable report from the Appointments and Remuneration Committee, of the appointment of Mr. Jesús González Herrera as Chief Executive Officer of the Company, thus changing his category from Proprietary Director to Executive Director. This decision implies his appointment as legal representative of the Company.
4. The approval, after a favorable report from the Appointments and Remuneration Committee, of the appointment of Mr. Jaime Muguiro Domínguez as Chairman of the Board of Directors, after Mr. Juan Pablo Agustín Rubio placed his position as Chairman at the disposal of the Board as he considered that the rotation would be convenient after a three-year period since his appointment.

5. The approval of the appointment of Mr. Jaime Gerardo Elizondo Chapa as member and Secretary of the Appointments and Remuneration Committee, to fill the vacancy produced by Ms. Burgos in that Commission.

The composition of the Board of Directors and of the Committees of the Company, after the Board of Directors meeting held today, is as follows:

#### **Board of Directors**

- D. Jaime Muguiro Domínguez	Chairman and Proprietary Director
- D. Jesús González Herrera	Chief Executive Officer
- D. Juan Pablo San Agustín	Proprietary Director
- D. Jaime Gerardo Elizondo Chapa	Proprietary Director
- D. José Luis Orti García	Proprietary Director
- D <sup>a</sup> . Coloma Armero Montes	Independent Director
- D <sup>a</sup> . Mónica Aparicio Smith	Independent Director
- D. Rafael Santos Calderón	Independent Director and Coordinating Director
- D. Juan Pelegrí y Girón	Secretary and Proprietary Director
- D <sup>a</sup> . Sandra Vizcaíno Cantón	Non-director Vice-Secretary

#### **Audit Committee**

- D <sup>a</sup> . Coloma Armero Montes	Chairman
- D. José Luis Orti García	Secretary
- D. Rafael Santos Calderón	Vocal
- D <sup>a</sup> . Mónica Aparicio Smith	Vocal

#### **Appointments and Remuneration Committee**

- D. Rafael Santos Calderón	Chairman
- D. Jaime Gerardo Elizondo Chapa	Secretary
- D <sup>a</sup> . Coloma Armero Montes	Vocal

#### **Corporate Governance Committee**

- D <sup>a</sup> . Mónica Aparicio Smith	Chairman
- D. Juan Pelegrí y Girón	Secretary
- D <sup>a</sup> . Coloma Armero Montes	Vocal

**Note:** Unofficial translation for information purposes only. The original document filed in Spanish is the official version, therefore in case of any discrepancy between the Spanish version and this version, the Spanish version shall prevail.