

CEMEX LATAM HOLDINGS, S.A.

Proposed appropriation of the profit for the financial year 2013 (separate document)

December 31, 2013

(Unofficial translation from the original in Spanish. In the event of discrepancy, the Spanish-language version will prevail.)

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(3) Distribution of Profit/Application of Loss

At their Annual General Meeting held on May 15, 2013, the shareholders agreed that the loss of Euros 2,291,841.76 incurred by the Company for the period ended December 31, 2012 would be carried forward as prior periods' losses.

The Directors will propose to the shareholders at their Annual General Meeting the following distribution of the profit of Euros 28,076,247.53 for the year ended December 31, 2013:

<u>Distribution</u>	<u>Euros</u>
Legal reserve	2,807,624.75
Offset of prior periods' losses	2,291,841.76
Voluntary reserves	<u>22,976,781.02</u>
	<u>28,076,247.53</u>

The Company's freely distributable reserves are, however, subject to the legal limits. Dividends may not be distributed if the distribution reduces equity to less than the Company's share capital. In addition, the distribution of dividends by the Company against reserves is subject to the limits set out in the Framework Agreement, as explained in note 16 to the Annual Accounts.