

**ATTENDANCE CARD**

**Particulars of Shareholder**

Full name or Company name	
Address	
Individuals: valid National Identity Document (Spain), passport or any other identity document Legal entities: valid document or tax or registration identification.	
No. of shares held	
Holder identification number registered in DECEVAL	

<b>Shareholder's signature</b>
Done at _____, on _____ 2019

**Rules and instructions for attending**

1. This card shall be valid for personally attending the General Shareholders' Meeting of CEMEX LATAM HOLDINGS, S.A. (the "Company") to be held at the registered office in Madrid, C/ Hernández de Tejada 1, at 17:00 hours (Madrid time) on 28 June 2019, at first call or, at second call, on the following day, 29 June, at the same time and place (the "General Shareholders' Meeting"), with the attached Agenda. This card will also be available to Shareholders on the date on which the Meeting is held, at the Shareholder Services Office located at the registered office.

Note: This is a translation of the official document drafted in Spanish, which has been prepared only for information purposes. In case of discrepancy, the Spanish-language official version will prevail.

2. All the holders of voting shares will be entitled to attend the General Shareholders' Meeting, with the right to be heard and vote. In order to exercise the right to attend, Shareholders shall have their shares registered to their name, directly or through their direct depository, at the Depósito Centralizado de Valores de Colombia, Deceval, S.A. ("Deceval"), five (5) days before the date on which the General Shareholders' Meeting is to be held. This circumstance shall be taken into account in relation to any Company share purchase transactions carried out in the days preceding that date and, in particular, in relation to the procedures and time required for registration and/or entry of such transactions provided for and/or managed by Deceval.
3. This card must be delivered on the date on which the General Meeting is held at the designated location, starting one (1) hour before the time scheduled for the Meeting to commence, and until the time on which it actually starts. Shareholders and, as the case may be, proxies arriving late to the venue where the General Shareholders' Meeting is held, after the receipt of attendance, proxy appointment and distance voting cards and identification documents is over, may attend the Meeting (in the same room where it is held or, if the chairman of the General Shareholders' Meeting should so decide, in an adjoining room from which they can follow the Meeting) but will not be included on the list of those present.
4. This card will only be considered valid by the Company, and will therefore allow whoever submits the same to access the General Shareholders' Meeting, once the Company has verified that such person is a Shareholder checking the details as to share ownership and number given upon completing the card against the details available at Deceval. In this connection, Shareholders in attendance shall have: (i) their national identity document (valid in Spain) or valid passport, and (ii) the document proving ownership of their shares, issued to that end by Deceval or by the entity where the shares are deposited.
5. Individuals attending the Meeting with this attendance card shall have to show the staff in charge of Shareholders' registration at the Shareholder Services Office their national identity document (valid in Spain) or valid passport.
6. In the event of the attendance card being completed by a corporate Shareholder, the individual attending the General Shareholders' Meeting on behalf of that legal entity shall have to show the staff in charge of Shareholders' registration on the date of the Meeting the original and, in addition to the documents listed in paragraphs 4 and 5 above, a proper power of attorney authorising the individual to represent the corporate Shareholder. Only powers of attorney drawn up in, or officially translated into, Spanish or English, shall be deemed valid.

### Agenda

**One.** - Examination and approval, as the case may be, of the individual annual accounts and the directors' report of the Company for the year ended 31 December 2018.

**Two.** - Examination and approval, as the case may be, of the proposed allocation of the profit or loss for the financial year ended 31 December 2018.

**Three.** - Examination and approval, as the case may be, of the Board of Directors' management during the financial year ended 31 December 2018.

**Four.** - Re-election, as the case may be, of KPMG Auditores, S.L. as the auditor of the Company for financial year 2019.

**Five.** – Adoption of the following resolutions regarding the re-election of members of the Board of Directors:

- 5.1. - Re-election of Mr. Jaime Muguero Domínguez, as executive director
- 5.2. - Re-election of Mr. Jaime Gerardo Elizondo Chapa, as proprietary director
- 5.3. - Re-election of Mr. Juan Pablo San Agustín Rubio, as proprietary director
- 5.4. - Re-election of Mr. Juan Pelegrí y Girón, as proprietary director
- 5.5. - Re-election of Mrs. Carmen Burgos Casas, as proprietary director
- 5.6. - Re-election of Mr. José Luis Orti García, as proprietary director
- 5.7. - Re-election of Mrs. Coloma Armero Montes, as independent director
- 5.8. - Re-election of Mr. Rafael Santos Calderón, as independent director

**Six.** - Submit the annual report on Directors and Seniors Executives' Remuneration regarding financial year 2018 for the consultative vote of the General Shareholders' Meeting.

**Seven.** - Conferring powers to legalize, amend, register and execute the resolutions adopted by the General Shareholders' Meeting, specifying, as the case may be, the terms ancillary thereto and to do such things as may be required or expedient to execute the same.

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As advised in the Notice of the Meeting, the Board of Directors has resolved that a Notary shall be present at the meeting to issue the relevant deed which shall incorporate the minutes of that Meeting, in accordance with the provisions of article 203 of the Companies Act in relation to articles 101 and 103 of the Regulations of the Companies Registry.

In order to fully comply with the provisions of the Law, the Articles of Association and the Regulations of the General Shareholders' Meeting of CEMEX LATAM HOLDINGS, S.A., the proposed text of each of the resolutions, as listed on the Agenda, which are submitted to the Shareholders' approval, are published at the Company's website ([www.cemexlatam.com](http://www.cemexlatam.com)).

Personal data protection.- Any personal data of shareholders supplied to the Company on exercise or delegation of attendance and voting rights at the Shareholders' Meeting shall be used by the Company, under its own responsibility, to develop, control and manage the shareholding relationship and the calling, holding and publicising of the Shareholders' Meeting and comply with its legal obligations. For this reason, the particulars shall be provided to the Notary issuing the minutes of the General Shareholders' Meeting and may be provided to third parties in exercise of the right to information contemplated in law. They may also be accessible by the public at large to the extent that they are included in the documents available on the website [www.cemexlatam.com](http://www.cemexlatam.com) or disclosed during the Shareholders' Meeting, all or part of which may be recorded on video and broadcast through the Company's website. This is deemed accepted by attendees on entering the venue of the Shareholders' Meeting. Shareholders' rights of access, rectification, deletion and objection may be exercised on the terms prescribed by law, sending written notification to the Company at its registered office, Calle Hernández de Tejada, nº 1, 28027 Madrid. If personal details of other individuals are included in the attendance, proxy and voting card, the shareholder must inform those individuals of the indications of the preceding paragraphs and meet any other requests that may be applicable for a correct transfer of their data to the Company, which need not take any further action in terms of providing information or obtaining consent.