



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

The Board of Directors of CEMEX LATAM HOLDINGS, S.A. (the “**Company**”) has resolved, at its meeting held on 25 May 2022, that the Company’s Annual General Meeting of Shareholders be convened to be held at the registered office located in Madrid, calle Hernández de Tejada number 1, on 28 June 2022, at four (4) p.m. Madrid time, at first call, and, as the case may be, on 29 June 2022, at the same time and place, at second call, to transact and decide upon the business listed on the following

Agenda

One. - Examination and approval, as the case may be, of the Company’s individual annual accounts and directors’ report for the year ended 31 December 2021.

Two. - Examination and approval, as the case may be, of the proposed allocation of the profit or loss for the year ended 31 December 2021.

Three. - Examination and approval, as the case may be, of the Board of Directors’ conduct of business during the year ended 31 December 2021.

Four. - Re-election, as the case may be, of KPMG Auditores, S.L. as the Company’s auditor for the financial year 2022.

Five. - Adoption of the following resolutions regarding the appointment of members of the Board of Directors:

- 5.1.** Appointment, as the case may be, of Ms Beatriz Eugenia Tumoine Muñoz as proprietary director.
- 5.2.** Appointment, as the case may be, of Mr Jorge Torrado Angarita as independent director.
- 5.3.** Appointment, as the case may be, of Ms Angélica Rodríguez-López Domingo as independent director.

Six. - Amendment of article 25 (Place and time of meeting) of the Articles of Association to include holding General Meetings of Shareholders online as provided for in articles 182 and 182 bis of the Companies Act.

Seven. - Amendment of article 15 (Place of meeting) of the Regulations of the General Meeting of Shareholders to include holding General Meetings of Shareholders online as provided for in articles 182 y 182 bis of the Companies Act.

Eight. – Submission to the General Meeting of Shareholders, on a consultative basis, of the annual report on Directors' and Senior Officers' remuneration for the financial year 2021.

Nine. – Grant of powers to perfect, remedy, register and carry out the resolutions adopted by the General Meeting of Shareholders, specifying, as the case may be, the terms ancillary thereto, and to do such things as may be required or expedient to carry the same out.

Information to Shareholders.

The Board of Directors has resolved that a Notary, member of the Notarial Association of Madrid and a resident of Madrid, shall be required to be present to certify proceedings at the General Meeting of Shareholders, which shall be deemed to be the minutes of that Meeting, as provided for in article 203 of the Companies Act in relation to articles 101 and 103 of the Regulations of the Companies Register.

Shareholders are entitled, from publication of this notice, to examine and obtain at the Company's registered office, or ask to be delivered or sent at no cost, a copy of (i) the annual accounts and directors' report along with the auditor's report for the financial year 2021, (ii) the proposed resolutions on the Agenda along with the mandatory reports, if any, and (iii) all other documents that must be made available to Shareholders in order for this General Meeting of Shareholders to be duly held.

Additionally, from the same date of publication of this notice, the following documents, inter alia, will be available at all times at the Company's website www.cemexlatam.com: (i) the notice of the General Meeting of Shareholders; (ii) the total number of Company shares and voting rights as of the notice date; (iii) the documents that will be submitted to the General Meeting of Shareholders and, in particular, the auditor's report; (iv) the wording of all proposed resolutions related to the Agenda; and (v) the attendance, representative and distance voting cards.

Shareholders are advised that they may, until the fifth day preceding the date scheduled for the General Meeting of Shareholders to be held, request in writing such information or clarification as they shall deem necessary or submit in writing such questions as they shall consider relevant as to be business on the Agenda, as to the publicly available information which the Company shall have provided to the Financial Superintendency of Colombia from the last General Meeting of Shareholders, as to the auditor's report and as to the documentation made available at the time of publication of the notice even if not included on the Agenda.

These information requests may all be made by delivering the request at the registered office or sending it to the Company by post or other remote electronic or online communication means to the address jga@cemexlatam.com, or to the Shareholder Services Office located at the Company's registered office. Any means used in which the document used for the information request includes the sending Shareholder's signature issued under any standard allowing the authenticity of the signing Shareholder's request and identity to be ensured shall be acceptable.

Whatever means may be used for information requests to be submitted, the Shareholder's petition shall include the Shareholder's full name or company name, and proof of the shares held. The Shareholder shall have the onus of proving that the request was duly sent to the Company within the deadline.

Supplement to the notice of the General Meeting of Shareholders and submission of resolution proposals.

Shareholders representing at least three (3) per cent of the share capital may request publication of a supplement to the notice of this Annual General Meeting, including one or several items on the Agenda of the notice, provided that the new items enclose a justification or, as the case may be, a justified resolution proposal.

Similarly, Shareholders representing at least three (3) per cent of the share capital may submit reasoned proposals for resolutions on matters already included or which must be included on the Agenda of the General Meeting of Shareholders convened.

The Shareholders' rights referred to in the above two paragraphs shall be exercised by proper notice sent to the registered office, which shall have to be received within five (5) days of the notice being published.

Right to attend, vote and proxy

Right to attend. All the holders of voting shares will be entitled to attend the General Meeting of Shareholders, 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 Meeting of Shareholders is to be held. Proof of this circumstance shall be provided by means of the relevant attendance, proxy appointment and distance voting card, deposit certificate issued by Deceval or other valid means of proof accepted by the Company.

Right to proxy. All Shareholders with the right to attend are hereby advised that they may appoint another person, who need not be a Shareholder, to be their proxy at the Annual General Meeting of Shareholders, subject to the requirements laid down by Law and in the

Company's internal regulations being met. Proxy for the General Meeting of Shareholders shall be conferred in writing by delivering in advance the attendance, proxy appointment and distance voting card or by any other valid means of proof accepted by the Company at the Shareholder Services Office, or be sent by post (addressed to the registered office) or email (to the address jga@cemexlatam.com) or by any other remote communication means, provided that the Shareholder's identity and communication security are duly assured, in accordance with the applicable provisions.

Where proxy is conferred by post or email, it will only be deemed to be valid if made:

- (a) by post addressed to the registered office, sending the Company the attendance, proxy appointment and distance voting card or any other proof of proxy acceptable to the Company; or
- (b) electronically, sending the Company an email (jga@cemexlatam.com) with details of the proxy conferred and the identity of the Shareholder attending by proxy, issued under any standards allowing the authenticity of the email and identity of the Shareholder conferring proxy to be ensured.

The proxy form shall include voting instructions, specifying whether the vote is for or against, an abstention or a blank vote. The proxy forms to be used may be found at the Company's website www.cemexlatam.com.

Proxy conferred by any of the aforementioned remote communication means shall have to be received by the Company by twelve (12) midnight on the third day preceding the date scheduled for the General Meeting of Shareholders.

Distance voting. Shareholders with the right to attend and vote may cast their vote remotely on proposals relating to the items on the Agenda included in the notice by any of the following means:

- (a) submitting to the Company by delivery at the Shareholder Services Office or by post to the registered office, the duly completed attendance and distance voting card, or any other written means acceptable to the Company (specifying with respect to each of the items on the agenda whether the vote is for or against, an abstention or a blank vote), with the Shareholder's signature issued under any standard allowing the authenticity of the communication and identity of the signing Shareholder to be ensured;
- (b) by email correspondence or communication sent to the Company's address jga@cemexlatam.com, enclosing an electronic copy of the duly completed attendance and distance voting card (specifying with respect to each of the items on the agenda whether the vote is for or against, an abstention or a blank vote), and including the Shareholder's signature issued under any standard allowing the

authenticity of the communication and identity of the signing Shareholder to be ensured; or

- (c) by any other remote communication means, provided that, subject to the above-mentioned requirements for the vote to be cast being met, the identity of the Shareholder casting and exercising the right to vote and communication security are fully assured.

They shall in all cases be considered to be present for the purposes of assembly of the General Meeting of Shareholders.

In order to be valid, a vote cast by any of the aforementioned means shall have to be received by the Company by twelve (12) midnight on the third day preceding the date scheduled for the General Meeting of Shareholders at first or at second call, as appropriate. Otherwise, the vote shall be taken not to have been cast.

Financial intermediaries providing investment services may exercise the voting right at the Company's General Meeting of Shareholders on behalf of their clients where they appoint them as their proxy. In that case, intermediaries may cast a different vote, following different voting instructions. Financial intermediaries shall provide the Company, within five (5) days prior to the date scheduled for the General Meeting of Shareholders to be held, with a list specifying (i) the identity of each client, (ii) the number of shares with respect to which they are exercising the right to vote on their behalf, and (iii) the voting instructions received by the intermediary.

The presence personally at the General Meeting of a Shareholder who shall have granted a power of attorney, voted remotely or conferred proxy, whatever the means used may be, shall render any such power of attorney, vote or proxy ineffective.

Any email sent for any of the purposes provided for herein shall include the sending Shareholder's signature issued under any standard allowing the Shareholder's identity and the authenticity of the communication to be ensured.

Madrid, 25 May 2022.- The Board Director-Secretary, Mr Antonio Iván Sánchez Ugarte.
