

## NOTICE OF 2022 ANNUAL MEETING OF STOCKHOLDERS WITH AGENDA

Notice is hereby given that **CEMEX HOLDINGS PHILIPPINES, INC.** (the "Corporation") will hold its Annual Meeting of Stockholders ("2022 AMS") on June 1, 2022 (Wednesday) at 3:00 p.m. which will be conducted online by remote communication (Zoom platform). The Record Date for the determination of stockholders entitled to notice of, and to vote at, the said meeting is April 27, 2022.

The agenda of the meeting is the following:

1. Call to Order
2. Certification of Notice and Determination of the Existence of Quorum
3. Approval of the Minutes of the Annual Meeting of Stockholders held on June 2, 2021
4. Presentation of the Report of the President & Chief Executive Officer
5. Approval of the Annual Report (SEC Form 17-A) for 2021 and the Audited Financial Statements as of December 31, 2021 (consolidated and separate)
6. Ratification and Approval of the Acts of the Board of Directors and Management since the Annual Meeting of Stockholders held on June 2, 2021
7. Election of the Members of the Board of Directors (including the independent directors)
8. Appointment of Independent External Auditor of the Corporation for the year 2022
9. Consideration of other matters that may be properly brought before the 2022 AMS
10. Adjournment

For the election of members of the Board of Directors, every stockholder as of the Record Date shall have the right to vote the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate his votes by giving one candidate as many votes as the number of such Directors multiplied by the number of shares shall equal, or by distributing such votes as the same principle among any number of candidates. On the other hand, the affirmative vote of stockholders as of the Record Date who represent at least a majority of the issued and outstanding capital stock of the Corporation present or represented at the 2022 AMS is required for the approval of the other agenda matters: minutes of the previous annual meeting of stockholders, approval of the Annual Report (Form 17-A) for 2021 and the audited financial statements for 2021 (consolidated and separate), ratification and approval of the acts of the Board of Directors and Management since the Annual Meeting of Stockholders held on June 2, 2021, and the appointment of the independent external auditor of the Corporation for the fiscal year 2022.

The Board of Directors of the Corporation approved during its meeting held on February 9, 2022 to hold a virtual meeting of the stockholders for 2022. The meeting will be conducted online by remote communication and voting will be in absentia.

**PARTICIPATION ONLY VIA REMOTE COMMUNICATION.** Stockholders can only participate in the meeting by remote communication. Stockholders as of the Record Date who intend to participate in the meeting should register for the meeting by notifying the Corporation by email at [chp.corporatesec@cemex.com](mailto:chp.corporatesec@cemex.com) on or before by **May 27, 2022 (at 5:00pm)**. For purposes of determination of the meeting quorum, only stockholders who have registered for the meeting on or before **May 27, 2022** will be considered in the computation of stockholders' attendance.

**VOTES MAY BE CAST ONLY THROUGH VOTING BALLOTS/ PROXIES SUBMITTED ON OR BEFORE MAY 27, 2022.** Stockholders as of the Record Date who desire to vote on any of the matters to be presented for stockholders' approval during the meeting must submit their voting ballots/proxies on or before **May 27, 2022 (at 5:00pm)**. For your convenience, a sample of a Voting Ballot/Proxy will be attached to the Information Statement (SEC Form 20-IS) for the 2022 AMS. Stockholders whose shareholdings are lodged with the Philippine Central Depository are reminded to secure a certification of your shareholdings from your respective stockbrokers.

**The Procedure for Participating in the Meeting Through Remote Communication and for Voting In Absentia are set forth in Appendix 1 of this Notice.**

**WE ARE NOT SOLICITING YOUR PROXY.**

**An explanation of agenda items for stockholders' approval is provided in Appendix 2 of this Notice.**

By registering to participate in the 2022 AMS, a stockholder or a proxy or representation of the stockholder agrees that the Company and its service providers will process their sensitive personal information necessary to verify their identity and authority.

Makati City, Philippines.

A handwritten signature in blue ink, appearing to read "Jannette Virata Sevilla", is written over a horizontal line. Below the signature, the name "JANNETTE VIRATA SEVILLA" is printed in a bold, black, sans-serif font, followed by the title "Corporate Secretary" in a smaller, black, sans-serif font.

JANNETTE VIRATA SEVILLA  
Corporate Secretary

For more information regarding the Annual Meeting of Stockholders, please contact the Corporation's Investor Relations Director, Mr. Pierre Co, at [chp.ir@cemex.com](mailto:chp.ir@cemex.com).