PROXY

The undersigned stockholder of CEMEX HOLDINGS PHILIPPINES, INC. (the “Company”) hereby appoints ___________________________ or in his absence, the Chairman of the Meeting, as attorney-in-fact and proxy, with power of substitution, to represent and vote all shares registered in the name of undersigned stockholder at the SPECIAL MEETING OF STOCKHOLDERS to be held on October 16, 2019 at 10:00 a.m. at Mayuree II, DUSIT THANI MANILA, Ayala Centre, Makati City, Metro Manila, Philippines, and at any adjournments thereof.

The above-named proxy is to vote as follows:

Agenda Item 3. Amendment of SEVENTH Article of the Amended Articles of Incorporation

☐ Yes  ☐ No  ☐ Abstain

Agenda Item 4. Any issue or question that may arise related to any item in the Agenda of the meeting

☐ Yes  ☐ No  ☐ Abstain

____________________________________________
NAME AND SIGNATURE
OF THE STOCKHOLDER

____________________________________________
NAME AND SIGNATURE OF
AUTHORIZED REPRESENTATIVE OF
STOCKHOLDER*

_______________________
DATE

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<tr>
<th>No. of Shares Held</th>
<th>Tel No.</th>
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</table>

* If a representative will sign on behalf of a stockholder, this proxy must be submitted together with a duly executed Special or General Power of Attorney showing the authority of the signatory to sign on behalf of the individual stockholder. In all cases, please provide copies of valid government-issued identification cards of the individual stockholder (and, where applicable, the representative) signing this proxy.

This proxy should be received by the Corporate Secretary of the Company on or before October 7, 2019, the deadline for submission of proxies.

THIS PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN BY THE STOCKHOLDER(S). IF NO SPECIFIC DIRECTION IS MADE, THIS PROXY WILL BE VOTED FOR THE APPROVAL OF THE MATTERS STATED ABOVE AND FOR SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE MEETING IN THE MANNER DESCRIBED IN THE INFORMATION STATEMENT AND/OR AS RECOMMENDED BY MANAGEMENT OR THE BOARD OF DIRECTORS.

A stockholder giving a proxy has the power to revoke it any time before the right granted is exercised. A proxy is also considered revoked if the stockholder attends the meeting in person and expressed his intention to vote in person.

Notarization of this proxy is not required.
PROXY

The undersigned stockholder of CEMEX HOLDINGS PHILIPPINES, INC. (the “Company”) hereby appoints __________________________, or in his absence, the Chairman of the Meeting, as attorney-in-fact and proxy, with power of substitution, to represent and vote all shares registered in the name of undersigned stockholder, at the SPECIAL MEETING OF STOCKHOLDERS to be held on October 16, 2019 at 10:00 a.m. at Mayurpee II, DUSIT THANI MANILA, Ayala Centre, Makati City, Metro Manila, Philippines, and at any adjournments thereof.

The above-named proxy is to vote as follows:

Agenda Item 3. Amendment of SEVENTH Article of the Amended Articles of Incorporation

☐ Yes  ☐ No  ☐ Abstain

Agenda Item 4. Any issue or question that may arise related to any item in the Agenda of the meeting

☐ Yes  ☐ No  ☐ Abstain

NAME OF THE CORPORATE STOCKHOLDER

NAME AND SIGNATURE OF AUTHORIZED REPRESENTATIVE OF CORPORATE STOCKHOLDER*

DATE

<table>
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<tr>
<th>No. of Shares Held</th>
<th>Tel No.</th>
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</table>

* This proxy must be submitted together with a duly executed Secretary’s Certificate of the corporate stockholder showing the authority of the representative to sign on behalf of the corporate stockholder, and copy of a valid government-issued identification card of the representative/signatory.

This proxy should be received by the Corporate Secretary of the Company on or before October 7, 2019, the deadline for submission of proxies.

THIS PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN BY THE STOCKHOLDER(S). IF NO SPECIFIC DIRECTION IS MADE, THIS PROXY WILL BE VOTED FOR THE APPROVAL OF THE MATTERS STATED ABOVE AND FOR SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE MEETING IN THE MANNER DESCRIBED IN THE INFORMATION STATEMENT AND/OR AS RECOMMENDED BY MANAGEMENT OR THE BOARD OF DIRECTORS.

A stockholder giving a proxy has the power to revoke it any time before the right granted is exercised. A proxy is also considered revoked if the stockholder attends the meeting in person and expressed his intention to vote in person.

Notarization of this proxy is not required.
PROXY

The undersigned Participant/Broker of the Philippine Depository & Trust Corporation, Inc. ("PDTC") and duly appointed proxy for the number of shares of CEMEX HOLDINGS PHILIPPINES, INC. (the "Company") indicated below, which are registered in the name of the Philippine Central Depository Nominee Corporation hereby appoints __________________________, or in his absence, the Chairman of the Meeting, as sub-proxy, with power of substitution, to represent and vote all said shares at the SPECIAL MEETING OF STOCKHOLDERS to be held on October 16, 2019 at 10:00 a.m. at Mayuree II, DUSIT THANI MANILA, Ayala Centre, Makati City, Metro Manila, Philippines, and at any adjournments thereof.

The above-named proxy is to vote as follows:

Agenda Item 3. Amendment of SEVENTH Article of the Amended Articles of Incorporation

☐ Yes ☐ No ☐ Abstain

Agenda Item 4. Any issue or question that may arise related to any item in the Agenda of the meeting

☐ Yes ☐ No ☐ Abstain

NAME OF THE PDTC PARTICIPANT/BROKER

____________________________________________

NAME AND SIGNATURE OF AUTHORIZED REPRESENTATIVE OF PDTC PARTICIPANT/BROKER*

____________________________________________

DATE

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<tr>
<th>No. of Shares Held</th>
<th>Tel No.</th>
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* This proxy must be submitted together with a duly executed Secretary's Certificate showing the authority of the signatory to sign on behalf of the PDTC Participant/Broker, as well as the duly accomplished certificate of shareholdings issued by the PDTC Participant/Broker.

This proxy should be received by the Corporate Secretary of the Company on or before October 7, 2019, the deadline for submission of proxies.

THIS PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN BY THE STOCKHOLDER(S). IF NO SPECIFIC DIRECTION IS MADE, THIS PROXY WILL BE VOTED FOR THE APPROVAL OF THE MATTERS STATED ABOVE AND FOR SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE MEETING IN THE MANNER DESCRIBED IN THE INFORMATION STATEMENT AND/OR AS RECOMMENDED BY MANAGEMENT OR THE BOARD OF DIRECTORS.

A stockholder giving a proxy has the power to revoke it any time before the right granted is exercised. A proxy is also considered revoked if the stockholder attends the meeting in person and expressed his intention to vote in person.

Notarization of this proxy is not required.