

# CEMEX Conflict Minerals Policy

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## I. OVERVIEW

Over the past years, there has been increased awareness regarding human rights violations in the mining of certain minerals from the Democratic Republic of the Congo or an adjoining country (the “Conflict Region”). To that end, the U.S. Securities and Exchange Commission (the “SEC”) issued its final conflict minerals rules promulgated under Section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (the “Conflict Minerals Rules”). As per the provisions of the Conflict Minerals Rules, publicly traded companies must report to the SEC the presence of Conflict Minerals (as defined below) in those products that they manufacture or contract to manufacture when Conflict Minerals are necessary to the production or functionality of such products and those Conflict Minerals originate from the Conflict Region. The Conflict Minerals Rules define “Conflict Minerals” as cassiterite, columbite-tantalite, gold, wolframite, or their derivatives, that finance conflict in the Conflict Region. Accordingly, the European Commission has proposed a regulation setting up a self-certification system for any company that wishes to import Conflict Minerals responsibly into the European Union. This regulation applies to Conflict Minerals sourced from conflict-affected and high risk areas, as defined by the Organization for Economic Co-operation and Development<sup>1</sup>, including but not limited to the Conflict Region.

## II. OBJECTIVE

This Policy sets forth certain guidelines and criteria for the identification of Conflict Minerals that are necessary, if any at all are to become necessary, to the functionality or production of products manufactured by CEMEX, S.A.B. de C.V. and its subsidiaries (“CEMEX”) or that are contracted to be manufactured for CEMEX. Since CEMEX is required to comply with the Conflict Minerals Rules, this Policy describes the compliance process that CEMEX will follow to meet its obligations.

## III. EFFECTIVE DATE

This Policy shall become effective as of the date of issuance.

## IV. SCOPE

This Policy applies to CEMEX’s employees, business units and worldwide suppliers.

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<sup>1</sup> For informational purposes, the OECD has established the following in its Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas: “*Conflict-affected and high-risk areas are identified by the presence of armed conflict, widespread violence or other risks of harm to people. Armed conflict may take a variety of forms, such as a conflict of international or non-international character, which may involve two or more states, or may consist of wars of liberation, or insurgencies, civil wars, etc. High-risk areas may include areas of political instability or repression, institutional weakness, insecurity, collapse of civil infrastructure and widespread violence. Such areas are often characterized by widespread human rights abuses and violations of national or international law.*”

## V. CEMEX'S RESPONSIBILITIES

CEMEX's Global Sourcing and Procurement departments will be responsible for sourcing products and materials from suppliers that share CEMEX's values regarding corporate responsibility and the protection of human rights. Therefore, CEMEX shall not use Conflict Minerals originating from the Conflict Region in, or to produce, CEMEX's products. All of CEMEX's employees and business units should strive to achieve this result.

Furthermore, CEMEX's Global Sourcing and Procurement departments will periodically assess CEMEX's supply chain in order to identify and avoid the use of Conflict Minerals and flow down the applicable requirements to all suppliers through purchasing terms and conditions.

When CEMEX's employees or business units negotiate agreements with suppliers, they shall propose the inclusion of the following clause in the definitive agreement:

*"Supplier hereby guarantees that the [Product] supplied hereunder has no presence of Conflict Minerals<sup>2</sup> which are necessary to the production or functionality of such [Product]."*

*Notwithstanding the terms and conditions of this Agreement, any false declaration or violation of statement above will be interpreted as a breach of this Agreement; therefore, in addition to any and other right or legal recourse applicable pursuant to this Agreement and applicable law, [CEMEX] will have the right to terminate this Agreement immediately."*

Alternatively, CEMEX's suppliers shall provide CEMEX with a letter stating that the product or products sold to, or manufactures for, CEMEX have no Conflict Minerals which are necessary to the production or functionality of such product.

## VI. SUPPLIERS' RESPONSIBILITIES

CEMEX's suppliers shall have policies and due diligence measures in place that will enable CEMEX to reasonably assure that supplied products do not contain Conflict Minerals that are necessary to the functionality or production of that product.

CEMEX's suppliers shall cooperate in providing, due diligence information to confirm or deny the presence of Conflict Minerals in CEMEX's supply chain.

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<sup>2</sup> The final conflict minerals rules issued by the SEC promulgated under Section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act define "Conflict Minerals" as cassiterite, columbite-tantalite, gold, wolframite, or their derivatives, that finance conflict in the Democratic Republic of the Congo or an adjoining country.

## **VII. DUE DILIGENCE**

If, after conducting the applicable due diligence or after evaluating the due diligence information provided by its suppliers, CEMEX determines that the products do not involve Conflict Minerals, CEMEX shall not be required to take any additional actions. However, if CEMEX determines that it is subject to the Conflict Minerals Rules, CEMEX will be required to perform additional analysis and comply with certain additional disclosure obligations before the SEC.

In addition, if CEMEX determines or has reasonable evidence to believe that any of its suppliers is violating or at risk of violating this Policy, then CEMEX will require the supplier to undertake suitable corrective actions.

If the Supplier does not undertake suitable corrective actions, CEMEX will look to alternative sources for the product and/or material. In the event that CEMEX determines that products and/or materials supplied to CEMEX contain or are likely to contain Conflict Minerals and such Conflict Minerals are linked to evidenced human rights violations, CEMEX will strive to transition such products and/or materials to those suppliers that do not utilize Conflict Minerals and who support socially responsible sourcing.

## **VIII. PUBLICITY**

This Policy and its content shall be publicly available through CEMEX's website at [www.cemex.com](http://www.cemex.com) in order to enhance transparency in its implementation.

## **IX. REPORTING**

CEMEX will comply with the reporting requirements set forth in the applicable Conflict Minerals Rules.

## **X. COMPLIANCE**

Strict compliance with this Policy is mandatory for all of CEMEX's employees, business units and suppliers. Non-compliance may result in disciplinary action, pursuant to CEMEX's Code of Ethics and Business Conduct.

Any exception or waiver to this Policy shall require the prior written approval of CEMEX's Executive Vice-President of Legal.