

Cemex Denmark ApS

Harbour House, Sundkrogsgade 21, 2100 Copenhagen, Denmark

CVR - No. 25 48 53 51

**Annual Report for the period
January 1 to December 31, 2023**

23th financial year

Chairman _____

The annual report has been presented and approved at Cemex Denmark ApS' board of directors' meeting held in Amsterdam, The Netherlands, 11 June 2024.

Signed reports

Management's report.....	1
Auditors' report.....	2

Management statement

Company information.....	5
Statement	6

Annual Report

Income statement.....	7
Balance sheet as at December 31	8
Statement of changes in equity	10
Notes to the annual report	11

MANAGEMENT'S REPORT

The Executive Board has today discussed and approved the annual report for the financial year 1. January 2023 – 31 December 2023 for Cemex Denmark ApS (the “Company”).

The annual report has been prepared in accordance with the Danish Financial Statements Act.

It is our opinion that the financial statements give a true and fair view of the Company's financial position at 31 December 2023 and of the results of the Company's operations for the financial year 1. January 2023 – 31 December 2023.

Further, in our opinion, the management's review gives a fair review of the development in the Company's operations and financial matters and the results of the Company's operations and its financial position.

We recommend that the annual report be approved at the annual shareholders general meeting.

Amsterdam, The Netherlands, 11 June 2024.

The management

Paola Andrea Hernández Chavez

Jesús Gumaro Cavazos Garza

THE INDEPENDENT AUDITOR'S REPORT

To the shareholders of Cemex Denmark ApS

Opinion

We have audited the financial statements of Cemex Denmark ApS for the financial year 1 January – 31 December 2023, comprising income statement, balance sheet and notes, including accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2023 and of the results of the Company's operations for the financial year 1 January – 31 December 2023 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report.

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these rules and requirements and the IESBA Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibility for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such internal control that management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

THE INDEPENDENT AUDITOR'S REPORT

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance as to whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements in Denmark will always detect a material misstatement when it exists. Misstatements may arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of financial statement users made on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also

- identify and assess the risks of material misstatement of the company financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control;
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control;
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- conclude on the appropriateness of management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

THE INDEPENDENT AUDITOR'S REPORT

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on the Management's review

Management is responsible for the management's review.

Our opinion on the financial statements does not cover the management's review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the management's review and, in doing so, consider whether the management's review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of the management's review.

Copenhagen, 11 June 2024

KPMG

Statsautoriseret Revisionspartnerselskab
CVR no. 25 57 81 98

David Olafsson
State Authorised
Public Accountant

Mne19737

MANAGEMENT STATEMENT

Company information:

Legal Address	Harbour House, Sundkrogsgade 21, 2100 Copenhagen
Management Address	Barbara Strozilaan 201, 1083 HN Amsterdam, The Netherlands.
Nature of Business	The objects of the Company are to carry on business within trade and financial activities, including as a holding company, to acquire and posses shares in Danish and foreign companies and to perform other related activities according to decisions made by the management.
Management	Paola Andrea Hernández Chavez Jesús Gumaro Cavazos Garza
Auditors	KPMG Statsautoriseret Revisionspartnerselskab Dampfærgevej 28 DK-2100 Copenhagen

MANAGEMENT STATEMENT

Principal activities

The Company acts as a holding company in the Mexican group CEMEX whose principal activity is production and sale of building materials. Cemex Denmark ApS has invested in companies which principal activities are sale and distribution of cement in the Caribbean area.

Development in activities and financial position

The Company's financial position and the result of the year will be shown in the following income statement of the year 2023 and the balance sheet as per December 31, 2023.

The result for the period is a profit of DKK 8,046 thousands as a result mainly of capital gains on investments amounting DKK 137,259 offset by capital losses on investments for an amount of DKK 116,606 related to the sale of our shares in Cemex Caribe S.A to Cemex España S.A. (On November 15, 2023) and from the sale of shares held in Caribbean Cement Co. Ltd. to Cemex Operaciones Mexico, S.A. de C.V. (On October 5, 2023), and interest expense accrued in the payable loan with Cemex Innovation Holding Ltd. for an amount of DKK 8,878 thousands.

There has been a further investment of DKK 898 thousands (equivalent to USD 133 thousands) in Cemex Bahamas Ltd. as a capital increase. This has been expensed as impairment.

During 2023, the Company received dividends recognised in the income statement for an amount of DKK 898 thousands (equivalent to USD 133 thousands) from its subsidiary Island Cement Company Ltd. and DKK 527 thousands (equivalent to USD 77 thousands) from its associated company Maxcem Bermuda Ltd.

Subsequent events and future plans

Related the account receivable with Cemex Bahamas Ltd. in the amount of DKK 34,825 thousands (equivalent to USD 5,069 thousands), on May 21 2024, has been resolved that the receivable be and is hereby converted to contributed surplus without the requirement to issue additional shares in the capital of Cemex Bahamas Ltd.

INCOME STATEMENT January 1 - December 31

DKK'000	Note	2023	2022
Administrative costs	3	(838)	(403)
Profit and loss before financial income and expenses		(838)	(403)
Income from equity investments in subsidiaries		898	7 199
Income from equity investments in associates		527	0
Other financial income	4	148 473	15 257
Impairment write-down on financial assets	7	(898)	(12 755)
Other financial expenses	5	(139 768)	(25 044)
Profit before tax		8 393	(15 746)
Tax on the income for the year	6	(347)	0
PROFIT FOR THE YEAR		8 046	(15 746)
Disposition of annual result			
Result of the year		8 046	(15 746)
Retained earnings		(282 173)	(266 427)
At disposal		(274 127)	(282 173)
Which the management suggests to be disposed as follows			
Transferred to other reserves		(274 127)	(282 173)
		(274 127)	(282 173)

BALANCE as at December 31

DKK'000	Note	2023	2022
ASSETS			
Investments			
Equity investments in subsidiaries	7	0	0
Equity investment in associates	8	27 641	27 641
Other equity investments	9	0	116 605
		<u>27 641</u>	<u>144 246</u>
Total fixed assets			
Current assets			
Receivables from subsidiaries		91 724	35 225
Other receivables		6	0
		<u>91 730</u>	<u>35 225</u>
Total receivables			
Cash at bank and in hand		72	74
		<u>91 802</u>	<u>35 299</u>
Total current assets			
TOTAL ASSETS		<u><u>119 443</u></u>	<u><u>179 545</u></u>

BALANCE as at December 31

DKK'000	<u>Note</u>	<u>2023</u>	<u>2022</u>
EQUITY AND LIABILITIES			
Share capital		130	130
Retained earnings		117 173	109 127
Total equity		<u>117 303</u>	<u>109 257</u>
Current liabilities other than provisions			
Payables to subsidiaries		1 798	70 202
Trade payable		342	86
Total liabilities other than provisions		<u>2 140</u>	<u>70 288</u>
TOTAL EQUITY AND LIABILITIES		<u><u>119 443</u></u>	<u><u>179 545</u></u>

	<u>Note</u>
Accounting policies	1
Going concern	2
Related parties	10

Statement of changes in equity

DKK'000

	Share capital	Retained earnings	Total
	<hr/>	<hr/>	<hr/>
Equity January 1, 2022	129	(41 775)	(41 646)
Capital increase	1	166 649	166 650
Profit for the year 2022		(15 746)	(15 746)
	<hr/>	<hr/>	<hr/>
Equity December 31, 2022	130	109 127	109 257
Profit for the year 2023		8 046	8 046
	<hr/>	<hr/>	<hr/>
Equity December 31, 2023	130	117 173	117 303
	<hr/>	<hr/>	<hr/>

NOTES TO THE ANNUAL REPORT

1 Accounting principles

The annual report of the Company has been prepared in accordance with the Danish Financial Statements Act for Class B companies. As from 1 January 2018, the Company has implemented Act no. 738 of 1 June 2015. The Accounting principles were applied consistently with the principles of prior years' financial reporting. The most significant of which are described below.

Omission of consolidated financial statements

With reference to section 112, sub-section 2 of the Danish Company Accounts Act of June 7, 2001 no consolidated financial statements have been prepared. The Company is included in the consolidated financial statements of Cemex España, S.A., Hernández de Tejada 1, Madrid, Spain, and Cemex S.A.B. de C.V., Av. Constitucion 444 Pte Monterrey, Nuevo León, México.

General information on recognition and measurement

Income is recognized in the income statement as earned. Furthermore, all cost, including amortisation/depreciation and write-downs, are recognized in the income statement.

Assets are recognized in the balance sheet when it is likely that the future financial benefits will accrue to the Company and when the value of the asset can be measured reliably.

Liabilities are recognized in the balance sheet when it is likely that the future financial benefits will be deducted from the Company and when the value of the liability can be measured reliably.

The first recognition measures assets and liabilities at cost. Subsequently, assets and liabilities will be measured individually in respect of each accounting item as described below.

When recognizing and measuring, predictable losses and risk in connection with the presentation of the annual report are considered and which confirm or invalidate events which existed at balance sheet date.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables, payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

NOTES TO THE ANNUAL REPORT

1 Accounting principles (continued)

Investments in subsidiaries and associates are measured based on the cost price. If the cost price exceeds the net realization value, write-down will be made at this lower value. Other investments are measured at market value.

Income statement

Administrative expenses

Comprise mainly audit and legal fees and rental expenses

Financial income and expenses

Financial income and expenses comprise interest income and expense, gains and losses on equity investments in subsidiaries, associates and other investments, write-off of financial assets and liabilities as well as surcharges and refunds under the on-account tax scheme, etc.

Dividends from equity investments in group entities and participating interests (including associates) measured at cost are recognised as income in the parent company's income statement in the financial year when the dividends are declared.

Tax on profit for the year

Tax for the year comprises current tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss for the year is recognised in the income statement at the amount attributable to the profit/loss for the year and directly in equity at the amount attributable to entries directly in equity.

Balance sheet

Securities and equity investments

Other securities and equity investments recognised as current assets comprise listed securities measured at fair value at the balance sheet date, corresponding to market value.

Investments

Equity investments in subsidiaries (including associates) are measured at cost. In case of indication of impairment, an impairment test is conducted. When the cost exceeds the recoverable amount, write-down is made to this lower value. Other receivables and deposits are recognised at amortised cost.

Cash at bank and in hand

Cash at bank and in hand comprise cash and bank deposits.

NOTES TO THE ANNUAL REPORT

1 Accounting principles (continued)

Receivables

Receivables are measured at amortised cost which usually corresponds to nominal value. The value is reduced by write-down to cover anticipated losses.

Equity

Dividend

Suggested dividend is recognized as a liability at the time of its approval at the annual general meeting. The expected dividend payment for the year is disclosed as a separate item under equity.

Corporation tax

Current tax liabilities and outstanding current tax are recognized in the balance sheet as computed tax on the taxable income for the year adjusted for tax on previous years' taxable income as well as for tax paid on account.

Deferred tax is measured according to the liability method in respect of temporary differences between accounting and tax values of assets and liabilities. In cases, e.g. regarding shares where computation of the tax value can be made according to alternative tax rules, deferred tax is measured either on basis of the planned use of the asset or on settlement of the liability.

Deferred tax assets, including the tax value of tax loss carry forwards, are measured at expected realizable value, either by payment of tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity. Deferred net tax assets, if any, are measured at net realizable value.

Deferred tax is measured on basis of the tax rules and tax rates ruling at balance sheet date, when the deferred tax is expected to become current tax. Changes in deferred tax because of changes in tax rates are recognized in the income statement. The Company is tax resident in the Netherlands, so its profits are taxable under Dutch Income Tax Law (19% under 200,000 EUR profit, then 25.8%)

Liabilities other than provisions

Financial liabilities are recognised at the date of borrowing at cost, corresponding to the proceeds received less transaction costs paid. In subsequent periods, the financial liabilities are measured at amortised cost, corresponding to the capitalised value using the effective interest rate. Accordingly, the difference between cost and the nominal value is recognised in the income statement over the term of the loan together with interest expenses.

Other liabilities are measured at amortised cost.

NOTES TO THE ANNUAL REPORT

2 Going Concern

In order to safeguard the creditors of the Company the shareholder Cemex España, S.A. has issued a letter of support which confirms the shareholder's intention to support Cemex Denmark ApS financially until the annual general meeting in 2025 when the annual report for the year ended 2024 will be approved.

3 Staff

There have been no employees in the Company during the period.
The executive board has received no remuneration during the period.

DKK'000	2 023	2 022
4 Financial income		
Interest income from subsidiaries	154	0
Capital gains on investments	137 259	0
Foreign exchange gains	11 047	15 257
Other interest income	13	0
	148 473	15 257

NOTES TO THE ANNUAL REPORT

DKK'000	2 023	2 022
5 Financial expenses		
Interest expenses from subsidiaries	8 878	8 191
Capital loss on investments	116 606	0
Foreign exchange losses	14 282	16 850
Other interest expense	2	3
	<hr/>	<hr/>
	139 768	25 044

NOTES TO THE ANNUAL REPORT

6 Tax on the income for the year

Tax on the income for the year	0	0
Withholding tax	(347)	0
	<u>(347)</u>	<u>0</u>

As of December 31, 2023 tax loss and tax credit carry forwards, available for Dutch tax purposes since the date the seat of the company's management was transferred to The Netherlands, expire as follows:

	Amount of carry forwards	Amount of unrecognised carry forwards	Amount of recognised carry forwards
Unlimited	<u>5 973</u>	<u>5 973</u>	<u>0</u>
	<u>5 973</u>	<u>5 973</u>	<u>0</u>

As of December 31, 2022 tax loss and tax credit carry forwards, available for Dutch tax purposes since the date the seat of the company's management was transferred to The Netherlands, expire as follows:

	Amount of carry forwards	Amount of unrecognised carry forwards	Amount of recognised carry forwards
Unlimited	<u>2 590</u>	<u>2 590</u>	<u>0</u>
	<u>2 590</u>	<u>2 590</u>	<u>0</u>

As of December 31, 2023 tax loss and tax credit carry forwards, available for Danish tax purposes are DKK 19,325 thousands.

NOTES TO THE ANNUAL REPORT

DKK'000	2 023	2 022
7 Equity investments in subsidiaries		
Cost at January 1	859 504	854 353
Addition during the year	898	5 151
Disposals during the year	0	0
Cost at December 31	860 402	859 504
Writedown at January 1.	(859 504)	(854 353)
Writeup (down) current year	(898)	(5 151)
Accumulated writedown	(860 402)	(859 504)
Carrying amount at December 31	0	0

Related the account receivable with Cemex Bahamas Ltd. in the amount of DKK 34,825 thousands (equivalent to USD 5,069 thousands), on May 21 2024, has been resolved that the receivable be and is hereby converted to contributed surplus without the requirement to issue additional shares in the capital of Cemex Bahamas Ltd.

8 Equity investments in associates

Cost at January 1	27 641	27 641
Addition during the year	0	0
Cost at December 31	27 641	27 641
Value adjustment at December 31	0	0
Carrying amount at December 31	27 641	27 641

NOTES TO THE ANNUAL REPORT

DKK'000	2023	2022
9 Other equity investments		
Cost at January 1	15 045	15 045
Revaluation at January 1.	101 560	109 164
Value adjustment during the year	0	(7 604)
Accumulated revaluation at December 31.	101 560	101 560
Disposal during the year	(116 605)	
Carrying amount at December 31	0	116 605

10 Related parties

Cemex Denmark ApS' related parties comprise the following:

Controlling interests:

Cemex España, S.A., Hernández de Tejada 1, Madrid, Spain, holds all the contributed capital of the Company. The consolidated financial statements of Cemex España, S.A. and can be obtained at Spanish Trade Registry

Cemex S.A.B. de C.V., Av. Constitución 444 Pte Monterrey, Nuevo León, Mexico is the group's ultimate parent company. This company is listed on the Mexican and New York Stock Exchange and annual reports can be obtained at www.cemex.com.