REGISTERED NUMBER: 4895833

CEMEX UK MATERIALS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

For the year ended 31 December 2017

CEMEX UK MATERIALS LIMITED

Contents

CEMEX UK MATERIALS LIMITED

DIRECTORS' REPORT

For the year ended 31 December 2017

The directors present their report and audited financial statements for the year ended 31 December 2017.

Results and dividends

The profit for the year was £nil (2016: £nil profit), which was transferred to reserves.

The directors do not recommend payment of a dividend (2016: £nil).

Directors

The directors who served during and since the end of the year are shown below:

J. Gonzalez	(resigned 30 June 2017)
C.A. Leese	
V. Puri	
L.H. Russell	
L.B. Dagley	(appointed 22 June 2018)
H.Tassinari	(resigned 22 June 2018)

Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By order of the board

R. J. Wright
Secretary

CEMEX House
Evreux Way
Rugby
Warwickshire
England, CV21 2DT
United Kingdom

26 September 2018

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ANNUAL REPORT AND THE FINANCIAL STATEMENTS

For the year ended 31 December 2017

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CEMEX UK MATERIALS LIMITED

Opinion
We have audited the financial statements of CEMEX UK Materials Limited ('the company') for the year ended 31 December 2017 which comprise the Profit and Loss Account and Other Comprehensive Income, Balance Sheet, the Statement of Changes in Equity and the related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its result for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS102 The Financial Reporting Standard applicable in the UK and Republic of Ireland; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion
We conducted our audit in accordance with International Standards on Auditing (UK) ('ISAs (UK)') and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going Concern
We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

Directors' report
The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception
Under the Companies Act 2006 we are required to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Directors' responsibilities
As explained more fully in their statement set out on page 3, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CEMEX UK MATERIALS LIMITED (Continued)

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

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities
This report is made solely to the company's members, as a body, in accordance with chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

M. Froom

Michael Froom (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
One Snowhill
Snow Hill Queensway
Birmingham
B4 6GH

27 September 2018

CEMEX UK MATERIALS LIMITED

PROFIT AND LOSS ACCOUNT AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2017

During the financial year and the preceding financial year the Company did not trade and receive no income and incurred no expendiure. Consequently during those years, the Company made did not make any profit or loss.

The Company had no other comprehensive income other than the result for the year ended 31 December 2017 and the profit for the year ended 31 December 2016 and therefore no seperate statement of other comprehensive income has been presented.

The notes on pages 9 to 13 form part of these financial statements.

CEMEX UK MATERIALS LIMITED

BALANCE SHEET

For the year ended 31 December 2017

	Notes	2017 £	2016 £
Current assets			
Debtors	4	**207,726,428**	180,283,411
Creditors: amounts falling due within one year	5	**(153,004,124)**	(125,399,145)
Net current assets		**54,722,304**	54,884,266
Total assets less current liabilities		**54,722,304**	54,884,266
Creditors: amounts falling due after more than one year	6	**-**	(161,962)
Net assets		**54,722,304**	54,722,304
Capital and reserves			
Called up share capital	7	**45,000,001**	45,000,001
Profit and loss account		**9,722,303**	9,722,303
Shareholder's funds		**54,722,304**	54,722,304

These financial statements were approved by the board of directors on 26 September 2018 and were signed on its behalf by:

V. Puri
Director

COMPANY NUMBER: 4895833

The notes on pages 9 to 13 form part of these financial statements.

CEMEX UK MATERIALS LIMITED

STATEMENT OF CHANGES IN EQUITY

	Called up share capital £	Profit and loss account £	Total equity £
Balance at 1 January 2016	45,000,001	9,722,303	54,722,304
Balance at 31 December 2016	45,000,001	9,722,303	54,722,304

	Called up share capital £	Profit and loss account £	Total equity £
Balance at 1 January 2017	45,000,001	9,722,303	54,722,304
Balance at 31 December 2017	45,000,001	9,722,303	54,722,304

The notes on pages 9 to 13 form part of these financial statements.

1 Accounting policies

Cemex UK Materials Limited ("the Company") is a Company incorporated and domiciled in the UK. The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements.

These financial statements were prepared in accordance with Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") as issued in August 2014. The amendments to FRS 102 issued in July 2015 and effective immediately have been applied. The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1.

The Company's ultimate parent undertaking, CEMEX, S.A.B. de C.V. includes the Company in its consolidated financial statements. The consolidated financial statements of CEMEX, S.A.B. de C.V. are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from the address in note 9.

In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements of CEMEX, S.A.B. de C.V. include the equivalent disclosures, the Company has also taken the exemptions under FRS 102 available in respect of the following disclosures:

- The disclosures required by FRS 102.11 Basic Financial Instruments and FRS 102.12 Other Financial Instrument Issues in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 10.

Measurement convention

The financial statements are prepared on the historical cost basis.

Going concern

The company's business activities, together with the factors likely to affect its future development, performance and position are set out in the business review on page 2. The directors believe that the company is well placed to manage its business risks successfully, despite the current uncertain economic outlook. The Directors, having reviewed the company's forecasts and funding requirements have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Therefore the going concern basis of accounting continues to be used in the preparation of the annual financial statements.

Related parties

As 100% of the Company's voting rights are controlled within the group headed by CEMEX, S.A.B. de C.V., the Company has taken advantage of the exemption contained in FRS 102.33.IA and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of CEMEX, S.A.B. de C.V., within which this Company is included, can be obtained from the address given in note 9.

1 Accounting policies (continued)

Basic financial instruments

Trade and other debtors /creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors.

Impairment - Financial assets (including trade and other debtors)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably. An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income/(expense), in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 102. Deferred tax assets are recognised to the extent that they are considered recoverable.

2 Turnover

Turnover represents values invoiced to third parties where the Company acts as principal, or commissions received where the Company acts as agent. During the current and previous periods, no transactions were entered into as principal, nor were any commissions received on trading as agent of CEMEX UK Operations Limited.

3 Profit on ordinary activities before taxation

During the financial year and the preceding year, the Company acted as an undisclosed agent and did not record any trade or expenditure.

	2017	2016
	£	£
Auditor remuneration - for audit of these financial statements	**5,000**	5,000

The remuneration of the auditor stated above was paid by another group undertaking in both years.

No (2016: no) remuneration was paid to the directors of the company for their services to the company as directors.

The company had no (2016: no) employees during the year.

4 Debtors

	2017 £	2016 £
Amounts falling due within one year		
Amounts owed by group undertakings	**207,726,428**	180,283,411
Total debtors	**207,726,428**	180,283,411

The amounts falling due within one year are unsecured, free of interest, and have no fixed date of repayment.

5 Creditors: amounts falling due within one year

	2017 £	2016 £
Trade creditors	**105,149,012**	86,741,702
Capital creditors	**87,127**	87,127
Other taxation & social security	**19,650,353**	7,676,562
Accruals & deferred income	**28,117,632**	30,893,754
	153,004,124	125,399,145

6 Creditors: amounts falling due after more than one year

	2017 £	2016 £
Accruals & deferred income	-	161,962
	-	161,962

7 Called up share capital

	2017	2016
	£	£
Allotted, called up and fully paid		
45,000,001 (2016: 45,000,001) Ordinary shares of £1 each	**45,000,001**	45,000,001

8 Contingent liabilities

The Company is registered with H M Revenue & Customs as a member of the CEMEX Investments Limited group for value added tax purposes and is, therefore, jointly and severally liable on a continuing basis for amounts owing by other members of the group in respect of their value added tax liabilities.

9 *Ultimate parent company and parent undertaking of larger group of which the Company is a member*

The Company's immediate parent undertaking and controlling party is CEMEX Investments Limited, which is incorporated in Great Britain.

The largest group in which the results of the Company are consolidated is that headed by CEMEX, S.A.B. de C.V., the ultimate parent company and controlling party, which is incorporated in Mexico. Its address is Av. Ricardo Margain Zozaya 325, CP 66265, San Pedro Garza Garcia N.L., Mexico.

The smallest group in which the results of the Company are consolidated is that headed by CEMEX España S.A., incorporated in Spain. Its address is Hernandez de Tejada 1, Madrid 28027, Spain.

The consolidated financial statements of these groups are available to the public and can be obtained from the above addresses.

10 Accounting estimates and Judgements

Estimates and assumptions are reviewed on an ongoing basis. There are no key estimates and judgements in these financial statements.