

CEMEX SAB DE CV
Form 20-F
June 30, 2010
Table of Contents

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 20-F

(Mark One)

REGISTRATION STATEMENT PURSUANT TO SECTION 12(b) OR (g) OF THE SECURITIES EXCHANGE ACT OF 1934

OR

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the fiscal year ended December 31, 2009

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

OR

SHELL COMPANY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of event requiring this shell company report _____

For the transition period from _____ to _____

Commission file number 1-14946

CEMEX, S.A.B. de C.V.

(Exact name of Registrant as specified in its charter)

CEMEX PUBLICLY TRADED STOCK CORPORATION WITH VARIABLE CAPITAL

(Translation of Registrant's name into English)

United Mexican States

(Jurisdiction of incorporation or organization)

Av. Ricardo Margáin Zozaya #325, Colonia Valle del Campestre, Garza García, Nuevo León, México 66265

(Address of principal executive offices)

Ramiro G. Villarreal Morales, (011-5281) 8888-8888, (011-5281) 8888-4399,

Av. Ricardo Margáin Zozaya #325, Colonia Valle del Campestre, Garza García, Nuevo León, México 66265

(Name, Telephone, E-mail and/or Facsimile number and Address of Company Contact Person)

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Securities registered or to be registered pursuant to Section 12(b) of the Act.

Title of each class	Name of each exchange on which registered
Ordinary Participation Certificates (<i>Certificados de Participación Ordinarios</i>), or CPOs, each CPO representing two Series A shares and one Series B share, traded in the form of American Depositary Shares, or ADSs, each ADS representing ten CPOs.	New York Stock Exchange

Securities registered or to be registered pursuant to Section 12(g) of the Act.

None

(Title of Class)

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act.

None

(Title of Class)

Indicate the number of outstanding shares of each of the issuer's classes of capital or common stock as of the close of the period covered by the annual report.

9,387,360,748 CPOs

19,224,207,531 Series A shares (including Series A shares underlying CPOs)

9,612,103,765 Series B shares (including Series B shares underlying CPOs)

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes No

If this report is an annual or transition report, indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934. Yes No

Note: Checking the box above will not relieve any registrant required to file reports pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 from their obligations under those sections.

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). N/A

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of accelerated filer and large accelerated filer in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer Non-accelerated filer

Indicate by check mark which basis of accounting the registrant has used to prepare the financial statements included in this filing:

U.S. GAAP International Financial Reporting Standards as issued by the International Accounting Standards Board Other

If Other has been checked in response to the previous question, indicate by check mark which financial statement item the registrant has elected to follow.

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Item 17 " Item 18 p

If this is an annual report, indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes " No p

Table of Contents

TABLE OF CONTENTS

	Page
<u>PART I</u>	3
<u>Item 1 - Identity of Directors, Senior Management and Advisors</u>	3
<u>Item 2 - Offer Statistics and Expected Timetable</u>	3
<u>Item 3 - Key Information</u>	3
<u>Brief Summary of our Recent Financial History</u>	3
<u>Risk Factors</u>	5
<u>Mexican Peso Exchange Rates</u>	24
<u>Selected Consolidated Financial Information</u>	24
<u>Item 4 - Information on the Company</u>	30
<u>Business Overview</u>	30
<u>Geographic Breakdown of Our 2009 Net Sales</u>	34
<u>Our Products</u>	34
<u>User Base</u>	36
<u>Our Business Strategy</u>	37
<u>Our Corporate Structure</u>	42
<u>North America</u>	44
<u>Europe</u>	53
<u>South America, Central America and the Caribbean</u>	63
<u>Africa and the Middle East</u>	69
<u>Asia</u>	70
<u>Regulatory Matters and Legal Proceedings</u>	73
<u>Item 4A - Unresolved Staff Comments</u>	86
<u>Item 5 - Operating and Financial Review and Prospects</u>	86
<u>Cautionary Statement Regarding Forward-Looking Statements</u>	86
<u>Overview</u>	87
<u>Critical Accounting Policies</u>	89
<u>Results of Operations</u>	95
<u>Liquidity and Capital Resources</u>	126
<u>Recent Developments</u>	139
<u>Research and Development, Patents and Licenses, etc.</u>	142
<u>Summary of Material Contractual Obligations and Commercial Commitments</u>	142
<u>Off-Balance Sheet Arrangements</u>	146
<u>CEMEX Venezuela</u>	146
<u>Qualitative and Quantitative Market Disclosure</u>	147
<u>Investments, Acquisitions and Divestitures</u>	147