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

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FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 or 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

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For the month of February, 2013

Commission File Number: 001-14946

CEMEX, S.A.B. de C.V.  
(Translation of Registrant's name into English)

Avenida Ricardo Margáin Zozaya #325, Colonia Valle del Campestre  
Garza García, Nuevo León, México 66265  
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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## **Contents**

1. Notice for CEMEX, S.A.B. de C.V.'s (NYSE:CMX) Ordinary General Shareholders Meeting to be held on March 21, 2013 in the city of Monterrey, Nuevo León, Mexico.
  2. Notice for CEMEX, S.A.B. de C.V.'s (NYSE:CMX) General Extraordinary Shareholders Meeting to be held on March 21, 2013 in the city of Monterrey, Nuevo León, Mexico.
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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, CEMEX, S.A.B. de C.V. has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CEMEX, S.A.B. de C.V.  
(Registrant)

Date: February 1, 2013

By: /s/ Rafael Garza  
Name: Rafael Garza  
Title: Chief Comptroller

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## EXHIBIT INDEX

### EXHIBIT NO.

### DESCRIPTION

1. Notice for CEMEX, S.A.B. de C.V.'s (NYSE: CX) Ordinary General Shareholders Meeting to be held on March 21, 2013 in the city of Monterrey, Nuevo León, Mexico.
2. Notice for CEMEX, S.A.B. de C.V.'s (NYSE: CX) General Extraordinary Shareholders Meeting to be held on March 21, 2013 in the city of Monterrey, Nuevo León, Mexico.



**CEMEX, S.A.B. DE C.V.**  
**NOTICE OF**  
**ORDINARY GENERAL SHAREHOLDERS MEETING**

The Board of Directors of CEMEX, S.A.B. de C.V. has resolved to call the Company's Ordinary General Shareholders Meeting to be held at Auditorio Luis Elizondo, located at 540 Luis Elizondo St., Col. Alta Vista, in the city of Monterrey, Mexico, at 12:00 P.M. on March 21, 2013, in accordance with the following:

**AGENDA**

- I. PRESENTATION OF THE REPORT BY THE CHIEF EXECUTIVE OFFICER, INCLUDING THE COMPANY'S FINANCIAL STATEMENTS, REPORT OF CHANGES IN FINANCIAL SITUATION AND VARIATIONS OF CAPITAL STOCK, AND PRESENTATION OF THE REPORT BY THE BOARD OF DIRECTORS, FOR THE FISCAL YEAR 2012, AS REQUIRED BY THE MEXICAN SECURITIES MARKET LAW (*LEY DEL MERCADO DE VALORES*); AND DISCUSSION AND APPROVAL OF SUCH REPORTS, AFTER HEARING THE OPINION OF THE BOARD OF DIRECTORS AS TO THE REPORTS BY THE CHIEF EXECUTIVE OFFICER AND THE AUDIT AND CORPORATE PRACTICES COMMITTEE, THE REPORT OF ACCOUNTING PRINCIPLES ADOPTED, AND THE REPORT ON THE REVIEW OF THE COMPANY'S TAX SITUATION.
- II. RESOLUTION ON ALLOCATION OF PROFITS.
- III. PROPOSAL TO INCREASE THE CAPITAL STOCK OF THE COMPANY IN ITS VARIABLE PORTION THROUGH: (A) CAPITALIZATION OF RETAINED EARNINGS; AND (B) ISSUANCE OF TREASURY SHARES IN ORDER TO PRESERVE THE RIGHTS OF CURRENT NOTE HOLDERS PURSUANT TO THE COMPANY'S ISSUANCE OF CONVERTIBLE NOTES PRIOR.
- IV. APPOINTMENT OF DIRECTORS, MEMBERS AND PRESIDENT OF THE AUDIT, CORPORATE PRACTICES AND FINANCE COMMITTEES.
- V. COMPENSATION OF THE MEMBERS OF THE BOARD OF DIRECTORS AND OF THE AUDIT, CORPORATE PRACTICES AND FINANCE COMMITTEE.
- VI. APPOINTMENT OF DELEGATES TO FORMALIZE THE RESOLUTIONS ADOPTED AT THE MEETING.

In order to be admitted into the Meeting, shareholders must prove their status by submitting to the offices of the Company Secretary, located at Avenida Ricardo Margáin Zozaya, No. 325, Col. Valle del Campestre, San Pedro Garza García municipality, Nuevo León, with a minimum of 48 (forty-eight) hours before the Meeting, the shares under their name or the corresponding certificates of deposit issued by a credit institution in Mexico or by a market intermediary operating in accordance with the Mexican Securities Market Law. Additionally, in accordance with Article 14 of the Corporate By-Laws, the person to whom the documents evidencing the deposit were issued, must also be registered as a shareholder in the Registry maintained by the Company, and if applicable, in the Significant Participation Registry, and must also comply with the measures designed to prevent the acquisition of shares that would directly or indirectly confer control over the Company, pursuant to Articles 7 and 10 of the Company's By-Laws. If the provisions of subsections II.- (A) and II.- (B) of the abovementioned Article 7 are not complied with, the Holder(s) will not be able to exercise the inherent rights of their shares, and will be excluded from the



shareholders' meeting quorum determination. The Company will not register such Holders in the Shareholders Registry referred to in the Mexican General Law of Commercial Companies (*Ley General de Sociedades Mercantiles*) and the registry made through the Institute for the Deposit of Securities (*Instituto para el Depósito de Valores*), if applicable, will not take effect.

The certificates of deposit will be exchanged for admission cards, which shall mention the name of the shareholder and the number of shares he/she holds or represents. The shares held in deposit or the respective certificates will be returned upon the Meeting's conclusion in exchange for the entrance certificates issued by the Company Secretary. The abovementioned admission cards are required for access to the shareholders meeting.

Stock market intermediaries and other interested parties may collect the proxy forms to be used to attend the Meeting on behalf of shareholders, at the Office of the Company Secretary, located at Ave. Ricardo Margáin Zozaya, No. 325, Col. Valle del Campestre, San Pedro Garza García, Nuevo León.

All Mexican shareholders who have not exchanged their shares for Ordinary Participation Certificates (*Certificados de Participación Ordinarios*) (CEMEX.CPO), or who do not maintain their shares in an investment account with a financial or stock intermediary, and who are recorded in the Shareholders Registry maintained by the Company, will need to submit their Federal Registry of Taxpayers Certificate to attend the Meeting.

Monterrey, N. L. as of January 31, 2013

Lic. Ramiro Villarreal Morales.  
Secretary of the Board of Directors



**CEMEX, S.A.B. DE C.V.  
NOTICE OF  
GENERAL EXTRAORDINARY SHAREHOLDERS MEETING**

The Board of Directors of CEMEX, S.A.B. de C.V. has resolved to call the Company's General Extraordinary Shareholders Meeting to be held at Auditorio Luis Elizondo, located at 540 Luis Elizondo St., Col. Alta Vista, in the city of Monterrey, Mexico, at 12:45 (twelve forty five) P.M. on March 21 (twenty one), 2013 (two thousand and thirteen), in accordance with the following:

**AGENDA**

- I. RESOLUTION ON THE PROPOSAL BY THE BOARD OF DIRECTORS TO ISSUE CONVERTIBLE NOTES PURSUANT TO ARTICLE 210 BIS OF THE MEXICAN GENERAL LAW OF CREDIT INSTRUMENTS AND OPERATIONS (*LEY GENERAL DE TÍTULOS Y OPERACIONES DE CRÉDITO*) WHICH WOULD BE PLACED THROUGH (A) A TENDER AND EXCHANGE OFFER FOR THE CONVERTIBLE NOTES CURRENTLY OUTSTANDING ISSUED BY THE COMPANY THAT WERE OFFERED OUTSIDE OF MEXICO ON MARCH 2010 (DUE 2015), MARCH 2011 (DUE 2016) AND MARCH 2011 (DUE 2018) AND/OR, IF APPLICABLE (B) THEIR PLACEMENT AMONG PUBLIC INVESTORS, USING THE PROCEEDS TO PAY AND CANCEL THE CORRESPONDING CURRENTLY OUTSTANDING CONVERTIBLE NOTES.

THE PROPOSAL INCLUDES THE AUTHORIZATION TO MAKE USE OF ALL OR PART OF THE SHARES CURRENTLY HELD IN TREASURY UNDERLYING THE CONVERSION RIGHTS OF THE CURRENTLY OUTSTANDING CONVERTIBLE NOTES, AS THESE ARE SUBSTITUTED OR REDEEMED, WITH THE PURPOSE OF HOLDING THE SHARES IN TREASURY AND USING THEM TO ENSURE THE CONVERSION OF THE NEW CONVERTIBLE NOTES, UNDER ARTICLE 210 BIS OF THE MEXICAN GENERAL LAW OF CREDIT INSTRUMENTS AND OPERATIONS, WITHOUT THE NEED TO INCREASE THE CAPITAL STOCK NOR ISSUE ADDITIONAL COMMON SHARES.

- II. APPOINTMENT OF THE DELEGATE OR DELEGATES TO FORMALIZE THE APPROVED RESOLUTIONS.

In order to be admitted into the Meeting, shareholders must prove their status by submitting to the offices of the Company Secretary, located at Avenida Ricardo Margáin Zozaya, No. 325, Col. Valle del Campestre, San Pedro Garza García municipality, Nuevo León, with a minimum of 48 (forty-eight) hours before the Meeting, the shares under their name or the corresponding certificates of deposit issued by a credit institution in Mexico or by a market intermediary operating in accordance with the Mexican Securities Market Law. Additionally, in accordance with Article 14 of the Corporate By-Laws, the person to whom the documents evidencing the deposit were issued, must also be registered as a shareholder in the Registry maintained by the Company, and if applicable, in the Significant Participation Registry, and must also comply with the measures designed to prevent the acquisition of shares that would directly or indirectly confer control over the Company, pursuant to Articles 7 and 10 of the Company's By-Laws. If the provisions of subsections II.- (A) and II.- (B) of the abovementioned Article 7 are not complied with, the Holder(s) will not be able to exercise the inherent rights of their shares, and will be excluded from the shareholders' meeting quorum determination. The Company will not register such Holders in the Shareholders Registry referred to in the Mexican General Law of Commercial Companies (*Ley General de*



*Sociedades Mercantiles*), and the registry made through the Institute for the Deposit of Securities (*Instituto para el Depósito de Valores*), if applicable, will not take effect.

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All Mexican shareholders who have not exchanged their shares for Ordinary Participation Certificates (*Certificados de Participación Ordinarios*) (CEMEX.CPO), or who do not maintain their shares in an investment account with a financial or stock intermediary, and who are recorded in the Shareholders Registry maintained by the Company, will need to submit their Federal Registry of Taxpayers Certificate to attend the Meeting.

Monterrey, N. L. as of January 31, 2013

Lic. Ramiro Villarreal Morales.  
Secretary of the Board of Directors