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

FORM 6-K

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

Date of Report: December 1, 2011

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)

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 whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):

N/A

Contents

1. Press release, dated December 1, 2011, announcing agreement between Dutch subsidiaries of CEMEX, S.A.B. de C.V. (NYSE: CX) and the Government of Venezuela on compensation for the nationalization of CEMEX Venezuela, S.A.C.A.
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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: December 1, 2011

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

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CEMEX AND VENEZUELA SIGN AGREEMENT ON COMPENSATION FOR NATIONALIZATION OF CEMEX VENEZUELA

MONTERREY, MEXICO, DECEMBER 1, 2011 – CEMEX S.A.B. de C.V. (“CEMEX”) (NYSE: CX) is pleased to report that it has reached an agreement, through its Dutch subsidiaries, with the Government of the Bolivarian Republic of Venezuela and its public entity Corporación Socialista del Cemento, S.A. contemplating the payment to CEMEX of US\$600 million as compensation for the nationalization of CEMEX Venezuela, S.A.C.A. (“CEMEX Venezuela”). Additionally, the agreement contemplates the cancellation of US\$154 million of accounts payable by CEMEX subsidiaries to CEMEX Venezuela.

Compensation will be paid US\$240 million in cash and US\$360 million in various negotiable securities issued by Petróleos de Venezuela, S.A. (“PDVSA”). The agreement is to be closed on December 7, 2011 with a possible extension of the closing date of 5 days.

The Government of the Bolivarian Republic of Venezuela, Corporación Socialista del Cemento, S.A., and CEMEX are pleased with the resolution of this dispute and look forward to further the relationship between Venezuela and Mexico.

CEMEX is grateful for the support received from the Presidents and Chancellors of Mexico and Venezuela in this matter.

CEMEX is a global building materials company that provides high-quality products and reliable service to customers and communities in more than 50 countries throughout the world. CEMEX has a rich history of improving the well-being of those it serves through its efforts to pursue innovative industry solutions and efficiency advancements and to promote a sustainable future.

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This press release contains forward-looking statements and information that are necessarily subject to risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievements of CEMEX to be materially different from those expressed or implied in this release, including, among others, changes in general economic, political, governmental and business conditions globally and in the countries in which CEMEX does business, changes in interest rates, changes in inflation rates, changes in exchange rates, the level of construction generally, changes in cement demand and prices, changes in raw material and energy prices, changes in business strategy and various other factors. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described herein. CEMEX assumes no obligation to update or correct the information contained in this press release.