

## Stock Listing Information

NYSE (ADR)

Ticker: CX

MEXICAN STOCK EXCHANGE

Ticker: CEMEX.CPO

Ratio of CEMEX.CPO to CX= 10:1

## Investor Relations

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	Second quarter <sup>(1)</sup>			Second quarter <sup>(1)</sup>	
	2005	2004	% Var.	2005	2004
Net sales	4,376	1,948	125%	% of Net Sales	
Gross profit	1,790	871	105%	40.9%	44.7%
Operating income	751	469	60%	17.2%	24.1%
Majority net income	733	247	197%	16.8%	12.7%
EBITDA	989	635	56%	22.6%	32.6%
Free cash flow	693	444	56%	15.8%	22.8%
Net debt	9,624	4,969	94%		
Net debt/EBITDA	2.9	2.2			
Interest coverage	6.5	6.2			
Quarterly earnings per ADR	2.16	0.75	188%		
Average ADRs outstanding	339.6	329.2	3%		

In millions of US dollars, except ratios and per-ADR amounts.  
Average ADRs outstanding are presented in millions of ADRs.

**Consolidated net sales** grew to US\$4,376 million, representing an increase of 125% over those of second quarter 2004, mainly as a result of the RMC acquisition. Sales increased in most of our markets due to higher cement and ready mix volumes, better pricing environment and a stronger Mexican peso during the quarter. The residential sector continues to be one of the main drivers of cement and ready-mix consumption in most of our markets.

**Cost of goods sold** and **Selling, general, and administrative expenses (SG&A)** increased 140% and 158%, respectively, versus the second quarter of last year due mainly to the acquisition of RMC. We are in the preliminary stages of implementing CEMEX's standardized practices aimed at reducing costs and expenses in the newly acquired operations. We have experienced increases in energy and transportation costs throughout our markets due mainly to the worldwide increase in oil prices.

**EBITDA** reached US\$989 million, representing an increase of 56% over that of second quarter 2004, mainly due to the acquisition of RMC. **EBITDA margin** decreased from 32.6% in second quarter 2004 to 22.6% in second quarter 2005. The margin was positively affected by higher average volumes and better pricing conditions - compensating for higher energy costs - but was more than offset by the effect of the consolidation of RMC.

**Gain (loss) on financial instruments** for the quarter was a gain of US\$89 million, resulting mainly from our cross-currency swaps as the Mexican peso appreciated during the quarter.

**Majority net income** for the quarter rose 197%, to US\$733 million from US\$247 million in second quarter 2004. This increase is due to strong consolidated operating performance and gains on our financial instruments.

**Net debt** at the end of the second quarter was US\$9,624 million, a reduction of US\$811 million during the quarter. The **net-debt-to-EBITDA** ratio improved to 2.9 times from 3.2 times at the end of first quarter 2005. **Interest coverage** decreased from 6.8 times and the end of first quarter 2005 to 6.5 times and the end of the second quarter, but increased from 6.2 times a year ago.

1) Results for second quarter 2004 do not include the effect of the RMC acquisition.

## EBITDA and Free Cash Flow<sup>(1)</sup>

	Second quarter			January - June		
	2005	2004	% Var.	2005	2004	% Var.
<b>Operating income</b>	751	469	60%	1,189	861	38%
+ Depreciation and operating amortization	238	166		430	328	
<b>EBITDA</b>	989	635	56%	1,619	1,189	36%
- Net financial expense	144	79		242	164	
- Capital expenditures	172	70		264	139	
- Change in working capital	(86)	2		42	99	
- Taxes paid	63	27		80	40	
- Other cash items (net)	3	13		5	15	
<b>Free cash flow</b>	693	444	56%	986	732	35%

In millions of US dollars.

Results for second quarter and first six months of 2004 do not include the effect of the RMC acquisition.

During the quarter, all of our free cash flow was used to pay down debt and pay cash dividends in the amount of US\$35 million. Our net debt - in US dollar terms - was further reduced by favorable exchange rate movements during the quarter, despite other investments and expenses related to the acquisition of RMC, partially funded with divestitures such as our minority stake in Cementos Bio Bio.

## Debt-Related Information

	Second quarter			First quarter	Second quarter	
	2005	2004	% Var.	2005	2005	2004
<b>Total debt<sup>(2)</sup></b>	11,036	5,296	108%	11,858		
Short-term	15%	13%		25%		
Long-term	85%	87%		75%		
Cash and cash equivalents	1,265	327	287%	1,297		
Fair value of cross-currency swaps <sup>(2)</sup>	147	N/A		126		
<b>Net debt<sup>(2)</sup></b>	9,624	4,969	94%	10,435		
Interest expense	153	85	80%	105		
Interest coverage	6.5	6.2		6.8		
Net debt/EBITDA	2.9	2.2		3.2		
					<b>Currency denomination</b>	
					US dollar	71%
					Euro	18%
					British pound	5%
					Yen	6%
					Other	15%
						1%
					<b>Interest rate</b>	
					Fixed	58%
					Variable	70%
						42%
						30%

In millions of US dollars, except ratios.

### Other developments

During the second quarter, CEMEX and some of its subsidiaries closed or amended various credit facilities totaling US\$4,900 million with an average life of 3.8 years and an average initial rate of LIBOR plus 40 basis points. A total of 48 financial institutions participated in at least one of the credit facilities. In addition, CEMEX España, through a wholly-owned subsidiary, issued a new five and ten-year US\$325 million private placement during June 2005.

The proceeds of these transactions were used to complete the refinancing process of the debt issued to acquire RMC, finance a cash tender offer of around US\$315 million in RMC privately placed notes, and prepay other debt. The average spread over LIBOR of the refinanced debt was reduced to about half the original spread. This refinancing will help us reduce our financing cost and lengthen our average maturity.

(1) EBITDA and free cash flow (calculated as set forth above) are presented herein because CEMEX believes that they are widely accepted as financial indicators of its ability to internally fund capital expenditures and to service or incur debt. EBITDA and free cash flow should not be considered as indicators of CEMEX's financial performance, as alternatives to cash flow, as measures of liquidity, or as being comparable to other similarly titled measures of other companies. EBITDA is reconciled above to operating income, which CEMEX considers to be the most comparable measure as determined under generally accepted accounting principles in Mexico (Mexican GAAP). Free cash flow is reconciled to EBITDA. CEMEX is not required to prepare a statement of cash flows under Mexican accounting principles and, as such does not have such Mexican-GAAP cash-flow measures to present as comparable to EBITDA or free cash flow.

(2) During 2004, the Mexican Institute of Public Accountants issued Bulletin C-10, "Derivative Financial Instruments and Hedging Activities", which is effective beginning January 1, 2005. Bulletin C-10 details and supplements issues related to the accounting of derivative financial instruments. Among other aspects, Bulletin C-10 precludes the presentation of two financial instruments as if they were a single instrument (synthetic presentation). For this reason, beginning this year, CEMEX recognizes the assets and liabilities resulting from the fair value of cross-currency swaps ("CCS") separately from the financial debt and such debt, is presented in the currencies originally negotiated. Starting in 2001, CEMEX has effectively changed the original profile of interest rates and currencies of financial debt associated to CCS, and accordingly, until December 31, 2004, financial debt subject to these instruments was presented in the currencies negotiated in the CCS, through the recognition within debt, of a portion of the assets or liabilities resulting from the fair value of such CCS. This reclassification has no impact on stockholders' equity or net income. For presentation purposes in the table above, net debt includes the fair value of CCS associated with debt.

## Equity-Related Information

One CEMEX ADR represents ten CEMEX CPOs. The following amounts are expressed in CPO terms and reflect the 2 for 1 stock split effective July 1, 2005

<b>Beginning-of-quarter CPO-equivalent units outstanding</b>	3,396,298,424
CPOs issued due to stock dividend	133,456,500
Exercise of stock options not hedged	190,559
Less increase (decrease) in the number of CPOs held in subsidiaries	11,239,238
<b>End-of-quarter CPO-equivalent units outstanding</b>	3,518,706,245

Outstanding units equal total shares issued by CEMEX less shares held in subsidiaries.

### Employee long-term compensation plans

On June 17, 2005, the closing price on the CEMEX CPO exceeded US\$8.50 per CPO, triggering the automatic exercise of 131,996,243 stock options into 41,678,352 restricted CPOs. As of June 30, 2005, executives had outstanding options on a total of 68,834,124 CPOs <sup>(1)</sup>. Starting in 2005, CEMEX will begin offering executives a stock-ownership program. The plan's goal is to move CEMEX's long-term incentives from stock options to programs based on restricted stock. As of June 30, 2005, executives in these programs (including the automatic exercise described above) had 124,280,297 restricted CPOs, representing 3.53% of our total CPOs outstanding. All CPO amounts reflect the 2 for 1 stock split effective July 1, 2005.

## Derivative Instruments

CEMEX periodically utilizes derivative financial instruments such as interest-rate and currency swaps, currency and equity forward contracts, and options in order to execute its corporate financing strategy and to hedge its stock-option plans. The following table shows the notional amount for each type of derivative instrument and the aggregate fair market value for all of CEMEX's derivative instruments as of the last day of each quarter presented.

Notional amounts	Second quarter <sup>(2)</sup>		First quarter
	2005	2004	2005
Equity <sup>(1)</sup>	1,280	1,068	1,224
Foreign-exchange	3,643	2,722	3,709
Interest-rate	3,489	2,121	4,427
Estimated aggregate fair market value	149	(225)	(112)

In millions of US dollars.

The estimated aggregate fair market value represents the approximate settlement result as of the valuation date, based upon quoted market prices and estimated settlement costs, which fluctuate over time. Fair market values and notional amounts do not represent amounts of cash currently exchanged between the parties; cash amounts will be determined upon termination of the contracts considering the notional amounts and quoted market prices as well as other derivative items as of the settlement date. Fair market values should not be viewed in isolation but rather in relation to the fair market values of the underlying hedge transactions and the overall reduction in CEMEX's exposure to the risks being hedged.

**Note:** Mexican GAAP ("Bulletin C-2") requires companies to recognize all derivative financial instruments in the balance sheet as assets or liabilities, at their estimated fair market value, with changes in such fair market values recorded on the income statement. The exceptions to the general rule until December 31, 2004, as they pertained to CEMEX, occurred when transactions were entered into for cash-flow hedging purposes. In such cases, changes in the fair market value of the related derivative instruments were recognized temporarily in equity and were reclassified into earnings as the inverse effects of the underlying hedged items flowed through the income statement. Beginning in 2005, new Bulletin C-10, "Derivative Financial Instruments and Hedging Activities", establishes the framework for hedge accounting and overrides Bulletin C-2 in this respect; however, in respect to cash-flow hedges, the new rules are the same as those applied by CEMEX since 2001. CEMEX has recognized increases in assets and liabilities, which resulted in a net asset of US\$149 million, arising from the fair market value recognition of its derivatives portfolio as of June 30, 2005. The notional amounts of derivatives substantially match the amounts of underlying assets, liabilities, or equity transactions on which the derivatives are being entered into.

(1) The aggregate weighted-average exercise price on June 30, 2005, for CEMEX's outstanding stock options was US\$30.44 per ADR. On that same date, the aggregate weighted-average strike price of CEMEX's equity-forward agreements put in place to hedge these stock options was US\$35.10 per ADR. The weighted-average strike price of all of CEMEX's equity-forward agreements was US\$41.24 per ADR on that same date.

(2) Notional amounts and fair market values at the end of second quarter 2004 do not include the effect of the RMC acquisition.

## Other Activities

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### CEMEX and Ready Mix USA complete joint venture transaction

On July 4, 2005, CEMEX Inc., the U.S. subsidiary of CEMEX and Ready Mix USA, a private ready-mix concrete company with operations in the Southeastern United States, announced the establishment of a joint venture to satisfy the growing construction needs of the Southeast region of the country.

Under the arrangement, CEMEX Inc. will contribute two cement plants (Demopolis, Alabama and Clinchfield, Georgia), eleven cement terminals, and its ready-mix aggregates, and block assets in the Florida Panhandle and South Georgia to the joint venture. Ready Mix USA will contribute all of its ready-mix and aggregate operations in Alabama, Georgia, the Florida Panhandle and Tennessee, as well as its block operations in Arkansas, Tennessee, Mississippi, Florida and Alabama. The cement assets of the joint venture will be managed by CEMEX, and the ready-mix, aggregate and block assets will be managed by Ready Mix USA.

After the third anniversary of the formation of the joint venture, for an extended period of time, Ready Mix USA will have the option, but not the obligation, to require CEMEX to purchase Ready Mix USA's interest in the joint venture.

### CEMEX stock split and ADS ratio modification

On April 28, 2005, CEMEX shareholders approved a stock split, which became effective on July 1, 2005. In connection with the stock split, each of CEMEX's series A shares was surrendered in exchange for two new series A shares, and each of CEMEX's series B shares was surrendered in exchange for two new series B shares. Each CPO, which represented two series A shares and one series B share, was surrendered in exchange for two new CPOs. Each new CPO represents two new series A shares and one new series B share. The new CPOs are identical in all material respects to the previous CPOs.

The number of CEMEX's ADSs, each of which represented five CPOs, did not change as a result of the stock split; instead the ratio of CPOs to ADSs was modified so that each ADS now represents ten new CPOs following the stock split. The proportional equity interest participation of existing shareholders did not change as a result of the stock split.

On June 29, 2005, the new CPOs started trading on the Mexican Stock Exchange and the ADSs trading on the New York Stock Exchange reflected the CPOs-to-ADS ratio modification, with each ADS representing ten new CPOs.

### 92% of shareholders receive CPOs under CEMEX's stock dividend program

On June 3, 2005, CEMEX announced the completion of its stock dividend program. A total of 66,728,250 CPOs were issued on June 3, 2005 and distributed to 92.08% of shareholders. The remaining 7.92% of shareholders elected to receive a cash payment of MXP 2.60 per CPO (MXP 13.00 per ADS) in lieu of the stock dividend, for a total of approximately MXP 381 million (US\$35 million) paid by CEMEX. In 2004, 4% of shareholders elected to receive a cash payment in lieu of the stock dividend.

Under this stock dividend program, CEMEX shareholders received one new CPO for each 25.557 CPOs held. CEMEX shareholders had the option to receive a cash payment of MXP 2.60 per CPO in lieu of the stock dividend.

*(CPO amounts and cash payment per CPO do not reflect the 2 for 1 CPO split effective July 1, 2005)*

### CEMEX divests investment in Cementos Bio Bio, S.A.

On April 26, 2005, CEMEX announced the divestiture of its 11.92% interest in Cementos Bio Bio, S.A., a cement company in Chile, for approximately US\$65 million, or an implied enterprise value to EBITDA of nine times. The proceeds from the sale were applied towards debt reduction and the extraordinary gains from this transaction are reflected in net income. CEMEX acquired this holding for US\$34 million in June 1999.

## Operating Results

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### Mexico

Our Mexican operations' cement volumes increased 5% during the quarter versus second quarter 2004, while ready mix volumes increased 17% over the same period. On a like-to-like basis, adjusting for the fewer business days during second quarter 2004 versus this year's quarter, cement volumes remained flat. For the first half of the year, cement volumes decreased 2% versus the same period in 2004, while ready-mix volumes increased 15% over the same period. Cement prices were 6% higher in US dollar terms during the quarter versus the same period a year ago and have increased 3% year to date versus first half 2004. Ready-mix prices, in US dollar terms, were 5% higher during the first half of the year versus the same period in 2004.

Cement volume during the year has been driven mainly by infrastructure spending and residential construction - especially low and middle-income housing - supported by increasing commercial bank and alternative financing. Although disposable income has increased, cement demand from the self-construction sector remains stable, primarily because the formal sector has attracted customers through government financed mortgages.

### United States

CEMEX's US operations cement volumes increased 9% in second quarter 2005 versus the same period a year ago. For the first six months of the year, cement volumes increased 6%. On a like-to-like basis for the ongoing operations, cement volumes increased 12% for the quarter and 7% for the first six months of the year versus the comparable periods of last year. Ready-mix volumes increased 227% during the quarter and 156% for the first half of the year due to the consolidation of RMC operations. On a like-to-like basis for the ongoing operations, ready-mix volumes for the quarter and first half of the year increased 6% and 3%, respectively, versus the same periods of last year. Aggregates volume, on a like-to-like basis for the ongoing operations, increased 20% and 16% for the second quarter and first half of the year, respectively, over last year's periods.

Cement demand remains strong as all demand segments have increased their cement consumption during the year; construction activity continues to rely heavily on robust growth from the residential sector, supported by a favorable interest-rate environment, while the infrastructure - particularly streets and highways - and industrial sectors remain strong and growing. Cement prices continue to recover, showing an increase of 18% on average during the quarter versus the same quarter of last year.

### Spain

Domestic cement volume increased 13% over that of second quarter 2004 while ready-mix volume increased 83%. For the first half of the year, cement and ready-mix volumes increased 9% and 54%, respectively, versus the first half of 2004. The residential sector continues to be one of the main drivers of demand, with housing starts up 7% for the first 5 months of the year. Public-works spending is also growing, but at a slower rate during this quarter as the government updates its infrastructure plan for the coming years; the sector's primary catalyst continues to be Spain's infrastructure plan. Prices in US dollars for domestic cement increased 9% and 10% for second quarter and first half of the year, respectively, versus the comparable periods in 2004.

### United Kingdom

Cement sales volumes in the UK were up 5% during the second quarter and remained flat for the first half of the year versus the comparable periods in 2004. Ready-mix volumes increased 3% during the quarter and 1% in the first half of the year. Growth during the quarter was driven principally by large infrastructure projects related to transportation and also by a recovery from adverse weather conditions that affected construction activity during the first quarter. Although slowing down, the public, residential, and industrial and commercial sectors also remain primary drivers of growth, offsetting stable to declining volumes from the repair, maintenance, and improvement sector. Cement and ready-mix prices increased 9% and 7%, respectively, in dollar terms during the first half of the year versus the first half of 2004.

## Operating Results

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### Rest of Europe

In France, ready-mix volumes increased 11% in second quarter 2005 and 4% during the first half of the year versus the same periods of 2004. Aggregates volumes increased 6% in second quarter and remained flat during the first half of the year. Prices of ready-mix in US dollars increased 7% during the first half of the year versus the same period in 2004. These increases are due mainly to a strong housing sector supported by low interest rates, tax incentives to promote housing construction and the launch of a new social housing program.

In Germany, the economy remains weak with high unemployment, slow disposable income growth and political uncertainty, which in turn has dampened construction activity. Cement sales volumes for the quarter and for the first half of the year declined 12% and 18%, respectively, versus the comparable periods of 2004. Ready-mix volumes in Germany have declined 17% during the first half of the year versus the same period of 2004. Cement prices in Germany have increased 31% for the first six months of the year versus the same period in 2004.

### South/Central America and Caribbean

Domestic cement volumes in the region increased 19% in the quarter and 14% during the first half of the year, versus the same periods of last year. The Venezuelan economy continues to recover, with higher oil revenues driving public spending and increased activity from the private sector. Unemployment continues to decline, while bank financing for the first five months of the year increased 84% versus last year's level. While all sectors of the economy show increased spending, the self-construction sector has been the main driver of cement demand during the quarter. For the quarter, cement volumes in Venezuela increased 34% versus second quarter 2004.

In Colombia, cement volumes grew 50% due mainly to high demand from the self-construction sector, as unemployment has declined and wages have increased. The housing and public works sectors have increased their cement and ready-mix consumption versus last year's levels. The increase in cement volumes has offset the decrease in prices, resulting in flat net sales for the first six months of the year versus the same period last year.

### Africa and Middle East

Construction activity in the Middle East is currently running at a high level, with increased housing requirements and oil revenues driving public and private investments. Our operations in Egypt have increased their cement volumes throughout the year, supported by infrastructure spending and private construction. Disposable income has increased in Egypt due to higher tourism and oil revenues, as well as a sharp increase in foreign direct investment. Overall, domestic cement volumes for the region during the quarter increased 17% versus the same period in 2004.

### Asia

In aggregate, our cement volumes in the region increased 9% during the quarter and 4% for the first six months of the year, versus the same periods of last year. Cement demand in the Philippines increased during the quarter due to the improved performance of the residential sector. In Thailand, the volume of cement sold increased versus last year's level due also to strong demand from the residential sector, and higher cement production derived from higher efficiency.

## Consolidated Income Statement & Balance Sheet

Includes the results of RMC beginning March 1, 2005. Results for 2004 do not include RMC

### CEMEX S.A. de C.V. AND SUBSIDIARIES

(Thousands of U.S. Dollars, except per ADR amounts)

INCOME STATEMENT	January - June			Second quarter		
	2005	2004	% Var.	2005	2004	% Var.
Net Sales	6,947,578	3,751,369	85%	4,375,937	1,947,775	125%
Cost of Sales	(4,116,099)	(2,106,380)	95%	(2,585,820)	(1,076,481)	140%
<b>Gross Profit</b>	<b>2,831,479</b>	<b>1,644,989</b>	<b>72%</b>	<b>1,790,117</b>	<b>871,294</b>	<b>105%</b>
Selling, General and Administrative Expenses	(1,642,130)	(784,026)	109%	(1,038,681)	(401,999)	158%
<b>Operating Income</b>	<b>1,189,349</b>	<b>860,963</b>	<b>38%</b>	<b>751,436</b>	<b>469,295</b>	<b>60%</b>
Financial Expenses	(257,969)	(174,643)	48%	(153,115)	(85,002)	80%
Financial Income	15,995	10,411	54%	8,981	5,563	61%
Exchange Gain (Loss), Net	(57,187)	(80,505)	(29%)	(18,461)	(92,647)	(80%)
Monetary Position Gain (Loss)	193,887	203,575	(5%)	143,222	75,565	90%
Gain (Loss) on Financial Instruments	269,987	(11,188)	N/A	88,703	23	N/A
Total Comprehensive Financing (Cost) Income	164,712	(52,350)	N/A	69,329	(96,499)	N/A
Other Expenses, Net	(10,534)	(166,179)	(94%)	18,115	(90,847)	N/A
<b>Net Income Before Income Taxes</b>	<b>1,343,527</b>	<b>642,435</b>	<b>109%</b>	<b>838,880</b>	<b>281,950</b>	<b>198%</b>
Income Tax	(169,284)	(76,102)	122%	(105,699)	(33,101)	219%
Employees' Statutory Profit Sharing	(5,172)	(4,528)	14%	(2,475)	(2,243)	10%
Total Income Tax & Profit Sharing	(174,457)	(80,630)	116%	(108,174)	(35,344)	206%
<b>Net Income Before Participation</b>						
of Uncons. Subs. and Ext. Items	1,169,070	561,805	108%	730,706	246,606	196%
Participation in Unconsolidated Subsidiaries	26,875	11,593	132%	20,635	9,570	116%
<b>Consolidated Net Income</b>	<b>1,195,945</b>	<b>573,397</b>	<b>109%</b>	<b>751,342</b>	<b>256,177</b>	<b>193%</b>
Net Income Attributable to Min. Interest	21,689	16,103	35%	18,681	9,237	102%
<b>MAJORITY INTEREST NET INCOME</b>	<b>1,174,257</b>	<b>557,294</b>	<b>111%</b>	<b>732,661</b>	<b>246,939</b>	<b>197%</b>
<b>EBITDA</b>	<b>1,619,228</b>	<b>1,189,406</b>	<b>36%</b>	<b>989,357</b>	<b>634,538</b>	<b>56%</b>
<b>Earnings per ADR</b>	<b>3.46</b>	<b>1.71</b>	<b>103%</b>	<b>2.16</b>	<b>0.75</b>	<b>188%</b>

BALANCE SHEET	As of June 30		
	2005	2004	% Var.
<b>Total Assets</b>	<b>26,267,538</b>	<b>16,022,792</b>	<b>64%</b>
Cash and Temporary Investments	1,264,807	327,034	287%
Trade Accounts Receivables	1,870,546	443,994	321%
Other Receivables	609,973	482,640	26%
Inventories	1,116,917	635,253	76%
Other Current Assets	175,715	86,134	104%
Current Assets	5,037,957	1,975,055	155%
Fixed Assets	13,289,809	8,994,562	48%
Other Assets	7,939,772	5,053,175	57%
<b>Total Liabilities</b>	<b>16,878,682</b>	<b>8,970,877</b>	<b>88%</b>
Current Liabilities	4,882,472	2,438,443	100%
Long-Term Liabilities	9,342,974	4,615,546	102%
Other Liabilities	2,653,236	1,916,888	38%
<b>Consolidated Stockholders' Equity</b>	<b>9,388,857</b>	<b>7,051,915</b>	<b>33%</b>
Stockholders' Equity Attributable to Minority Interest	531,141	424,308	25%
Stockholders' Equity Attributable to Majority Interest	8,857,715	6,627,607	34%

## Consolidated Income Statement & Balance Sheet

Includes the results of RMC beginning March 1, 2005. Results for 2004 do not include RMC

### CEMEX S.A. de C.V. AND SUBSIDIARIES

(Thousands of Mexican Pesos in real terms as of June 30, 2005

except per ADR amounts)

INCOME STATEMENT	January - June			Second quarter		
	2005	2004	% Var.	2005	2004	% Var.
Net Sales	74,686,466	42,827,371	74%	47,041,323	22,236,702	112%
Cost of Sales	(44,248,063)	(24,047,411)	84%	(27,797,563)	(12,289,602)	126%
<b>Gross Profit</b>	<b>30,438,403</b>	<b>18,779,960</b>	<b>62%</b>	<b>19,243,760</b>	<b>9,947,100</b>	<b>93%</b>
Selling, General and Administrative Expenses	(17,652,902)	(8,950,807)	97%	(11,165,824)	(4,589,407)	143%
<b>Operating Income</b>	<b>12,785,501</b>	<b>9,829,152</b>	<b>30%</b>	<b>8,077,936</b>	<b>5,357,694</b>	<b>51%</b>
Financial Expenses	(2,773,171)	(1,993,803)	39%	(1,645,988)	(970,427)	70%
Financial Income	171,943	118,862	45%	96,549	63,511	52%
Exchange Gain (Loss), Net	(614,756)	(919,078)	(33%)	(198,461)	(1,057,704)	(81%)
Monetary Position Gain (Loss)	2,084,283	2,324,102	(10%)	1,539,637	862,680	78%
Gain (Loss) on Financial Instruments	2,902,355	(127,731)	N/A	953,552	266	N/A
Total Comprehensive Financing (Cost) Income	1,770,655	(597,648)	N/A	745,291	(1,101,674)	N/A
Other Expenses, Net	(113,246)	(1,897,173)	(94%)	194,738	(1,037,149)	N/A
<b>Net Income Before Income Taxes</b>	<b>14,442,910</b>	<b>7,334,331</b>	<b>97%</b>	<b>9,017,965</b>	<b>3,218,871</b>	<b>180%</b>
Income Tax	(1,819,806)	(868,815)	109%	(1,136,263)	(377,898)	201%
Employees' Statutory Profit Sharing	(55,602)	(51,692)	8%	(26,608)	(25,603)	4%
Total Income Tax & Profit Sharing	(1,875,408)	(920,507)	104%	(1,162,871)	(403,502)	188%
<b>Net Income Before Participation</b>						
of Uncons. Subs. and Ext. Items	12,567,502	6,413,824	96%	7,855,095	2,815,370	179%
Participation in Unconsolidated Subsidiaries	288,911	132,348	118%	221,828	109,260	103%
<b>Consolidated Net Income</b>	<b>12,856,414</b>	<b>6,546,172</b>	<b>96%</b>	<b>8,076,923</b>	<b>2,924,630</b>	<b>176%</b>
Net Income Attributable to Min. Interest	233,154	183,843	27%	200,817	105,459	90%
<b>MAJORITY INTEREST NET INCOME</b>	<b>12,623,260</b>	<b>6,362,329</b>	<b>98%</b>	<b>7,876,106</b>	<b>2,819,171</b>	<b>179%</b>
<b>EBITDA</b>	<b>17,406,701</b>	<b>13,578,813</b>	<b>28%</b>	<b>10,635,586</b>	<b>7,244,185</b>	<b>47%</b>
<b>Earnings per ADR</b>	<b>37.17</b>	<b>19.60</b>	<b>90%</b>	<b>23.19</b>	<b>8.62</b>	<b>169%</b>

BALANCE SHEET	As of June 30		
	2005	2004	% Var.
<b>Total Assets</b>	<b>282,376,034</b>	<b>182,923,625</b>	<b>54%</b>
Cash and Temporary Investments	13,596,675	3,733,568	264%
Trade Accounts Receivables	20,108,367	5,068,847	297%
Other Receivables	6,557,210	5,510,039	19%
Inventories	12,006,854	7,252,340	66%
Other Current Assets	1,888,933	983,350	92%
Current Assets	54,158,038	22,548,145	140%
Fixed Assets	142,865,451	102,686,093	39%
Other Assets	85,352,544	57,689,387	48%
<b>Total Liabilities</b>	<b>181,445,834</b>	<b>102,415,691</b>	<b>77%</b>
Current Liabilities	52,486,569	27,838,392	89%
Long-Term Liabilities	100,436,974	52,693,212	91%
Other Liabilities	28,522,292	21,884,087	30%
<b>Consolidated Stockholders' Equity</b>	<b>100,930,209</b>	<b>80,507,935</b>	<b>25%</b>
Stockholders' Equity Attributable to Minority Interest	5,709,770	4,844,096	18%
Stockholders' Equity Attributable to Majority Interest	95,220,439	75,663,839	26%



## Operating Summary per Country

Includes the results of RMC beginning March 1, 2005. Results for 2004 do not include RMC

In thousands of U.S. dollars

NET SALES	January - June			Second quarter		
	2005	2004	% Var.	2005	2004	% Var.
Mexico	1,502,314	1,365,055	10%	793,255	690,619	15%
U.S.A.	1,807,789	904,098	100%	1,156,616	500,132	131%
Spain	761,403	610,133	25%	431,419	320,924	34%
United Kingdom	675,019	N/A	N/A	504,117	N/A	N/A
Rest of Europe	1,100,267	N/A	N/A	885,631	N/A	N/A
South / Central America and Caribbean	633,902	566,686	12%	338,852	287,725	18%
Africa and Middle East	233,607	89,712	160%	143,111	47,107	204%
Asia	136,036	96,544	41%	75,835	48,192	57%
<i>Others and intercompany eliminations</i>	<i>97,243</i>	<i>119,141</i>	<i>(18%)</i>	<i>47,102</i>	<i>53,075</i>	<i>(11%)</i>
<b>TOTAL</b>	<b>6,947,578</b>	<b>3,751,369</b>	<b>85%</b>	<b>4,375,937</b>	<b>1,947,775</b>	<b>125%</b>

### GROSS PROFIT

Mexico	827,586	787,848	5%	443,523	400,526	11%
U.S.A.	669,805	283,948	136%	446,633	160,166	179%
Spain	272,936	223,232	22%	148,520	118,454	25%
United Kingdom	239,361	N/A	N/A	195,692	N/A	N/A
Rest of Europe	286,932	N/A	N/A	251,761	N/A	N/A
South / Central America and Caribbean	216,662	260,124	(17%)	110,682	138,947	(20%)
Africa and Middle East	75,166	46,087	63%	39,097	25,669	52%
Asia	46,408	41,543	12%	23,984	21,968	9%
<i>Others and intercompany eliminations</i>	<i>196,623</i>	<i>2,207</i>	<i>8810%</i>	<i>130,226</i>	<i>5,566</i>	<i>2240%</i>
<b>TOTAL</b>	<b>2,831,479</b>	<b>1,644,989</b>	<b>72%</b>	<b>1,790,117</b>	<b>871,294</b>	<b>105%</b>

### OPERATING INCOME

Mexico	542,413	547,758	(1%)	290,985	279,222	4%
U.S.A.	314,171	104,947	199%	228,076	69,534	228%
Spain	189,634	151,216	25%	101,825	80,441	27%
United Kingdom	42,606	N/A	N/A	33,869	N/A	N/A
Rest of Europe	95,927	N/A	N/A	104,873	N/A	N/A
South / Central America and Caribbean	116,292	182,824	(36%)	55,907	98,395	(43%)
Africa and Middle East	48,033	26,617	80%	21,648	14,901	45%
Asia	20,227	15,273	32%	8,686	8,217	6%
<i>Others and intercompany eliminations</i>	<i>(179,954)</i>	<i>(167,671)</i>	<i>7%</i>	<i>(94,432)</i>	<i>(81,415)</i>	<i>16%</i>
<b>TOTAL</b>	<b>1,189,349</b>	<b>860,963</b>	<b>38%</b>	<b>751,436</b>	<b>469,295</b>	<b>60%</b>

## Operating Summary per Country

Includes the results of RMC beginning March 1, 2005. Results for 2004 do not include RMC

EBITDA in thousands of US dollars. EBITDA margin as a percentage of net sales

EBITDA	January - June			Second quarter		
	2005	2004	% Var.	2005	2004	% Var.
Mexico	620,542	621,947	(0%)	329,467	316,364	4%
U.S.A.	415,464	183,329	127%	284,435	108,997	161%
Spain	229,805	190,522	21%	121,969	100,153	22%
United Kingdom	74,491	N/A	N/A	57,602	N/A	N/A
Rest of Europe	139,509	N/A	N/A	138,026	N/A	N/A
South / Central America and Caribbean	180,427	237,845	(24%)	87,603	125,388	(30%)
Africa and Middle East	67,660	41,576	63%	32,521	22,400	45%
Asia	30,764	28,912	6%	14,064	14,950	(6%)
<i>Others and intercompany eliminations</i>	<i>(139,435)</i>	<i>(114,725)</i>	<i>22%</i>	<i>(76,331)</i>	<i>(53,714)</i>	<i>42%</i>
<b>TOTAL</b>	<b>1,619,228</b>	<b>1,189,406</b>	<b>36%</b>	<b>989,357</b>	<b>634,538</b>	<b>56%</b>

### EBITDA MARGIN

Mexico	41.3%	45.6%	41.5%	45.8%
U.S.A.	23.0%	20.3%	24.6%	21.8%
Spain	30.2%	31.2%	28.3%	31.2%
United Kingdom	11.0%	N/A	11.4%	N/A
Rest of Europe	12.7%	N/A	15.6%	N/A
South / Central America and Caribbean	28.5%	42.0%	25.9%	43.6%
Africa and Middle East	29.0%	46.3%	22.7%	47.6%
Asia	22.6%	29.9%	18.5%	31.0%
<b>CONSOLIDATED MARGIN</b>	<b>23.3%</b>	<b>31.7%</b>	<b>22.6%</b>	<b>32.6%</b>

## Volume Summary

Includes the results of RMC beginning March 1, 2005. Results for 2004 do not include RMC

### Consolidated volume summary

Cement and aggregates: Thousands of metric tons

Ready-mix: Thousands of cubic meters

	January - June			Second quarter		
	2005	2004	% Var.	2005	2004	% Var.
Consolidated cement volume	38,249	32,462	18%	21,851	16,776	30%
Consolidated ready-mix volume	30,680	11,670	163%	20,761	6,055	243%
Consolidated aggregates volume	70,240	21,801	222%	49,755	11,590	329%

### Per-country volume summary <sup>(1)</sup>

	January - June		Second quarter	Second quarter 2005 Vs.
	2005 Vs.	2004	2005 Vs. 2004	First quarter 2005
<b>DOMESTIC CEMENT VOLUME</b>				
Mexico	(2%)		5%	11%
U.S.A.	6%		9%	33%
Spain	9%		13%	18%
United Kingdom	N/A		N/A	205%
Rest of Europe	N/A		N/A	491%
South / Central America and Caribbean	14%		19%	11%
Africa and Middle East	13%		17%	5%
Asia	4%		9%	5%

#### READY-MIX VOLUME

Mexico	15%		17%	16%
U.S.A.	156%		227%	103%
Spain	54%		83%	55%
United Kingdom	N/A		N/A	208%
Rest of Europe	N/A		N/A	308%
South / Central America and Caribbean	13%		20%	20%
Africa and Middle East	N/A		N/A	N/A
Asia	N/A		N/A	N/A

#### AGGREGATES VOLUME

Mexico	4%		14%	22%
U.S.A.	104%		148%	91%
Spain	69%		99%	80%
United Kingdom	N/A		N/A	203%
Rest of Europe	N/A		N/A	324%
South / Central America and Caribbean	22%		21%	10%
Africa and Middle East	N/A		N/A	N/A
Asia	N/A		N/A	N/A

1) Includes only the month of March in first quarter 2005 for RMC operations.

## Price Summary

Includes the results of RMC beginning March 1, 2005. Results for 2004 do not include RMC

### Variation in US Dollars <sup>(1)</sup>

DOMESTIC CEMENT PRICE	January - June	Second quarter	Second quarter 2005 Vs.
	2005 Vs. 2004	2005 Vs. 2004	First quarter 2005
Mexico	3%	6%	4%
U.S.A.	18%	18%	3%
Spain	10%	9%	(3%)
United Kingdom	N/A	N/A	4%
Rest of Europe <sup>(2)</sup>	N/A	N/A	(4%)
South / Central America and Caribbean <sup>(2)</sup>	(9%)	(11%)	(5%)
Africa and Middle East <sup>(2)</sup>	22%	19%	2%
Asia <sup>(2)</sup>	13%	12%	3%

### READY-MIX PRICE

Mexico	5%	7%	2%
U.S.A.	27%	27%	2%
Spain	9%	8%	(3%)
United Kingdom	N/A	N/A	(2%)
Rest of Europe <sup>(2)</sup>	N/A	N/A	(8%)
South / Central America and Caribbean <sup>(2)</sup>	6%	4%	(3%)
Africa and Middle East <sup>(2)</sup>	N/A	N/A	N/A
Asia <sup>(2)</sup>	N/A	N/A	N/A

### AGGREGATES PRICE

Mexico	(5%)	(17%)	(21%)
U.S.A.	19%	16%	(1%)
Spain	12%	15%	(3%)
United Kingdom	N/A	N/A	(2%)
Rest of Europe <sup>(2)</sup>	N/A	N/A	(4%)
South / Central America and Caribbean <sup>(2)</sup>	6%	3%	(6%)
Africa and Middle East <sup>(2)</sup>	N/A	N/A	N/A
Asia <sup>(2)</sup>	N/A	N/A	N/A

1) Includes only the month of March in first quarter 2005 for RMC operations.

2) Volume weighted-average price.

## Price Summary

Includes the results of RMC beginning March 1, 2005. Results for 2004 do not include RMC

### Variation in Local Currency <sup>(1)</sup>

DOMESTIC CEMENT PRICE	January - June	Second quarter	Second quarter 2005 Vs.
	2005 Vs. 2004	2005 Vs. 2004	First quarter 2005
Mexico <sup>(2)</sup>	(3%)	(4%)	1%
U.S.A.	18%	18%	3%
Spain	5%	6%	1%
United Kingdom	N/A	N/A	7%

### READY-MIX PRICE

Mexico <sup>(2)</sup>	(2%)	(3%)	(1%)
U.S.A.	27%	27%	2%
Spain	5%	5%	1%
United Kingdom	N/A	N/A	0%

### AGGREGATES PRICE

Mexico <sup>(2)</sup>	(11%)	(24%)	(23%)
U.S.A.	19%	16%	(1%)
Spain	8%	12%	2%
United Kingdom	N/A	N/A	0%

1) Includes only the month of March in first quarter 2005 for RMC operations.

2) In constant Mexican pesos as of June 30, 2005

### Methodology for consolidation and presentation of results

CEMEX consolidates its results in Mexican pesos under Mexican generally accepted accounting principles (GAAP). For the reader's convenience, US dollar amounts for the consolidated entity are calculated by converting the constant Mexican peso amounts at the end of each quarter using the period-end MXN/USD exchange rate for each quarter. The exchange rates used to convert results for second quarter 2005, first quarter 2005, and second quarter 2004 are 10.75, 11.16, and 11.49 Mexican pesos per US dollar, respectively. CEMEX's weighted-average inflation factor between June 30, 2004, and June 30, 2005, was 1.15%.

Per-country/region figures are presented in US dollars for the reader's convenience. In the consolidation process, each country's figures (except those of CEMEX Mexico) are converted to US dollars and then to Mexican pesos under Mexican GAAP. Figures presented in US dollars for Mexico, Spain and Great Britain as of June 30, 2005, and June 30, 2004, can be converted into their original local currency amount by multiplying the US-dollar figure by the corresponding exchange rate provided below.

To convert June 30, 2004, US-dollar figures for Mexico to constant Mexican pesos as of June 30, 2005, it is necessary to first convert the June 30, 2004, US-dollar figure to Mexican pesos using the exchange rate provided below, and then multiply the resulting amount by 1.0438, the inflation-rate factor between June 30, 2004 and June 30, 2005.

Exchange rate	June 30	
	2005	2004
Mexican Peso	10.75	11.49
Euro	0.83	0.82
British Pound	0.56	0.55

Amounts provided in units of local currency per US dollar.

### Breakdown of regions

The *South/Central America and Caribbean* region includes CEMEX's operations in Argentina, Colombia, Costa Rica, the Dominican Republic, Jamaica, Nicaragua, Panama, Puerto Rico and Venezuela, as well as our trading operations in the Caribbean region.

*Rest of Europe* includes operations in Austria, Croatia, Czech Republic, Denmark, Finland, France, Germany, Hungary, Ireland, Latvia, Lithuania, Norway, Poland, Portugal and Sweden.

*Africa and Middle East* includes operations in Egypt, Israel and the United Arab Emirates.

The *Asia* region includes operations in Bangladesh, Malaysia, the Philippines, Taiwan and Thailand.

### Definition of terms

**EBITDA** equals operating income plus depreciation and operating amortization.

**Free cash flow** equals EBITDA minus net interest expense, capital expenditures, change in working capital, taxes paid, and other cash items (net other expenses less proceeds from the disposal of obsolete and/or substantially depleted operating fixed assets that are no longer in operation).

**Capital expenditures** consist of maintenance and expansion spending on our cement, ready-mix, and other core businesses in existing markets.

**Working capital** equals operating accounts receivable (including other current assets received as payment in kind) plus historical inventories minus operating payables.

**Net debt** equals total debt minus the fair value of cross-currency swaps associated with debt minus cash and cash equivalents (please refer to footnote 2 on the second page of this report for further details).

**Interest coverage** is calculated by dividing EBITDA for the last twelve months by interest expense for the last twelve months.

**Net debt/EBITDA** is calculated by dividing net debt at the end of the quarter by EBITDA for the last twelve months. This ratio includes CEMEX's EBITDA for the last twelve months plus the estimated EBITDA of RMC for the last twelve months (please refer to footnote 2 on the second page of this report for further details).

### Earnings per ADR

The number of average ADRs outstanding used for the calculation of earnings per ADR was 339.6 million for both second quarter and first half of 2005, 329.2 million for second quarter 2004 and 326.7 million for the first six months of 2004.

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### Effect of the purchase of RMC in our financial statements

The acquisition of RMC was concluded on March 1, 2005. The processes to allocate the purchase price paid for RMC's shares of approximately US\$4.1 billion, not including other direct purchase costs, to the fair values of the assets acquired and liabilities assumed, substantially began during March 2005 concurrent with the assumption of control by CEMEX; consequently, as of June 30, 2005, CEMEX is in a preliminary stage in terms of determining the fair values of the net assets of RMC, including acquired intangible assets. Therefore, as of June 30, 2005, the difference between the purchase price paid and the book value of RMC as of March 1, 2005, was fully allocated to goodwill for an amount of approximately U.S.\$2.2 billion.

In subsequent periods, as we move forward in our determination of the fair values of RMC's assets and liabilities, the amount of initial goodwill will be adjusted against the corresponding balance-sheet accounts. Under Mexican GAAP, entities have up to a one-year window period after the purchase to conclude the purchase-price allocation.