

Terms & Conditions of the CEMEX Ventures Open Call
("the Terms")

1 Background

- 1.1 CEMEX, in the relentless effort of building a stronger and more successful enterprise, wants to reaffirm its position as one of the most innovative global companies in the construction industry. In this regard, CEMEX sees immense potential in driving disruptive change into the construction ecosystem and thereby develop new revenue sources. For this purpose, CEMEX Ventures has been launched as an independent, diverse and inclusive organization, which will be on the leading-edge of innovation, leveraging CEMEX's knowledge of the business, its technology and its platforms to lead the next wave of evolution in the construction industry.
- 1.2 CEMEX Ventures, from now on "CXV", will engage through physical and virtual networks with a wide range of players, including entrepreneurs, industry leaders and academia, allowing CXV to develop innovative solutions for customers along the entire construction value chain.

2 Call objective

- 2.1 The objective of the CXV Open Call, from now on the "Call", is to invite global entrepreneurs that are willing to disrupt the construction industry, and that are interested in accelerating their business ideas' development, leveraging CXV's resources and industry knowledge. CXV will accept any business idea, commercial opportunity or startup (all together the "Idea" or the "Ideas"), to participate from the Call, if the Idea's business model is focused in one or more areas within the CXV four areas of opportunity, as detailed in Section 6, regardless of their level of maturity,.
- 2.2 CXV's team will select the Ideas that they consider to have the most potential, with the ultimate purpose of investing resources to commercialize the most promising ones. The Ideas' growth potential, business model consistency and escalation feasibility are key areas that will be assessed for each Idea throughout the selection process, together with other criteria that the Call panel of experts may find to be relevant.

3 Participants' eligibility

- 3.1 The Call is opened to any person of 18 years of age or older at the time of entry, or to any legal entity with up to 3 years of age since its foundation. Participants may submit an Idea individually, or



CEMEX VENTURES OPEN CALL Terms & Conditions

as a team. Employees of CEMEX S.A.B. de C.V., and their respective parent entities, divisions, affiliates, and subsidiaries are not eligible. To be eligible to receive any prize or reward, potential winners must meet all the eligibility requirements at the time it is awarded, and they may be required to provide CXV with proof that he or she meets the eligibility requirements for this Call.

4 Call registration

- 4.1 Participants will need to register for free at the Call website, from now on the "Call Site", to join the Call. Participants can find the Call Site by accessing directly www.cxv-ideasCall.cemex.spigit.com/Page/Home, or by clicking at the "Submit your idea" button at the "Open Call" event details section of the CXV website. To register with the Call, you will be required to agree to these Terms, and to the CXV Privacy Policy to confirm that you agree with them and that you have read and understood both, the Terms and the CXV Privacy Policy, including in relation to your eligibility and understanding that you are entering into a binding legal agreement. If you do not agree to these Terms or to the CXV Privacy Policy, you will not be eligible for participation in the Call.

5 Idea submission

- 5.1 All Call participants must submit the Idea's information by typing it directly into the Idea's submission form that will be available at the Call Site, and clicking to the "Publish" button. The Idea's submission form will enable the participants to explain the Idea in detail, answering to specific questions as outlined in Section 6 hereinafter. Participants will be able to upload any additional files they may find useful for the Call's panel of experts to have. Submissions received after the Call submission deadline will be considered invalid and will not be processed or entered into the Call. CXV does not accept responsibility for any submissions which are lost, delayed, incomplete or otherwise not received, are corrupted or cannot be entered for technical or any other reason.
- 5.2 Incomplete or illegible submissions, or those not in accordance with the Terms are invalid. CXV has no obligation to inform you of any invalid entries. Proof of transmission or electronic delivery will not be deemed to be proof of entry. CXV is not responsible for, and will not assist in resolving, any disputes between team members. Each submission must be original of the participants' and teams' own creation. The Ideas may be subject to a due diligence review at any time for eligibility and compliance with the Terms. Determination of eligibility and compliance is at the sole discretion of CXV. CXV reserves the right to disqualify any Idea if it does not comply with the Terms.

- 5.3 By participating, you certify that your Idea is original and that you are the sole and exclusive owner and rights holder of the Idea and that you have the right to submit it in the Call. You agree not to submit any Ideas including any information that (1) infringes any third-party proprietary, intellectual property, industrial property, personal rights or other rights, including without limitation, copyright, trademark, patent, trade secret or confidentiality obligations; (2) otherwise violates applicable law; or (3) is subject of any actual or threatened litigation or claim. You are responsible for any violations resulting in your unauthorized use of a third party's intellectual property, and for complying with applicable laws. All code and materials you submit with your Idea in the Call must:
- a) belong to yourself;
 - b) not be false, inaccurate or misleading;
 - c) not be in breach of any applicable laws, regulations, licenses, or third party rights;
 - d) not be harmful, threatening, defamatory, infringing, harassing or racially or ethnically offensive;
 - e) not facilitate illegal activity or depict sexually explicit images;
 - f) not promote violence or be discriminatory based on race, gender, color, religious belief, sexual orientation and/or disability; and
 - g) not cause damage or injury to any person or property.

6 Idea proposal and key questions to address

- 6.1 The participants will have to submit innovative Ideas related to the construction industry, that solve some of the main pain points of the actors involved along the construction value chain, and that focus in the four following opportunity areas ("CXV Key Areas"):
- 1) Urban development: Ideas that understand, influence and capitalize on modern urban/suburban growth planning, building design, and operations management, through smart cities and sustainable development initiatives, solving social and informal market issues via modern engagement, incentives, and regulatory change
 - 2) Improving connectivity within the construction ecosystem: Ideas that connect and facilitate coordination among the several players within the construction ecosystem, through data collection and analysis based technologies, and digital marketplaces (digitally-enabled experiences and data exchanges to drive quality, transparency, efficiency, and time to value)

- 3) New construction trends and technologies: Ideas that develop and exploit the newest and most innovative technologies in construction, from 3D-printing to drones, from Robotics to IoT and Augmented Reality
- 4) Reinforcing project finance resources: Ideas that pilot and scale new financial resources for urban projects, new standards for transparency, 4+ way data matching, and procure to pay and order to cash automation (open-ledgers and automation)

6.2 Further information regarding CXV Key Areas can be found at the CXV website.

6.3 In order to submit an Idea, the participants will be asked to fill in an Idea application form, aimed to collect all the relevant information that the Call's panel of experts will need to assess the Idea's potential, with the following fields:

- 1) Idea/Project title: Name of the proposed Idea
- 2) Team members names (if applicable): Full name of the rest of the founding team
- 3) What is the customer need or struggle your project will address?: Brief description on the problem or pain point that your potential customers are facing currently
- 4) Please describe your idea/project and how it addresses the customer need or struggle: Brief description of what is your Idea, and how it aims to address the customer need or struggle
- 5) Who are your potential customers?: Drop-down menu where the participants should identify within a selected number of options what potential customers and users their Idea would have or already has
- 6) Identify all the income sources once the idea has been developed: Drop-down menu where the participants should identify the potential income sources of their Idea within a selected number of options
- 7) Who are your potential competitors?: Describe briefly who are the competitors that could compete directly with your idea/project

- 8) What differentiates your Idea? Can anyone easily replicate your idea?: If there are already similar value propositions in the market, please justify how your Idea would differentiate from the current value propositions
- 9) What is your estimation of cost for developing your Idea?: Estimate how much should you invest to develop your Idea until break-even point
- 10) Please select the Area in which your idea/project better fits: Radio Group menu where the participants should fit in their idea/project depending on the type of their proposition
- 11) How developed is your Idea?: Drop-down menu where the participants should identify if their Idea is a scratch idea only, is in prototype phase, has a minimum viable product already developed, has a pilot already launched, or is already in commercialization phase
- 12) For how long have you been working on your Idea?: Drop-down menu where the participants should identify if their Idea is a scratch idea only, is in prototype phase, has a minimum viable product already developed, has a pilot already launched, or is already in commercialization phase
- 13) Have your Idea received any source of funding?: Declare if your Idea has received already any funding, and the quantities obtained at each financing round (if applicable)
- 14) Company website (if applicable): Write down the Idea's website URL
- 15) Please, feel free to attach any additional information you would like to add. (e.g your pitchbook, business model/canvas, picture prototype, etc): Possibility to add any additional document/file that could help to explain better your idea/project

7 The Call process

- 7.1 The Call has been organized in three main process stages, through which all the Ideas will be received, screened, selected and potentially incubated and accelerated:
 - 1) Business Idea Submission Stage: Participants will have 8 weeks to submit their Ideas into the Call Site, comprised within the dates:
 - a. Submission Stage opening day: 29th of March, at the 00:00h (UTC/GMT +1)
 - b. Submission Stage closing day: 24th of May, at the 23:59h (UTC/GMT +1)

- 2) Screening and Selection Stage: Once the Idea submission stage is closed, all submitted Ideas will be reviewed by CXV team and CXV collaborators, with the ultimate objective of selecting the most promising Ideas (the “Top Promising Ideas”), which will jump into the next stage. The screening and selection process of the received Ideas will take 4 weeks, starting from the Submission Stage closing day.

- 3) Incubation and Acceleration Stage: Once the Top Promising Ideas are selected (if any), the selected teams will be asked to participate on a Call Pitchday event at CXV offices in Madrid (Spain), in which the teams will have to pitch their Ideas to CXV Top Management, and to the rest of CXV Investment Committee. At the Call Pitchday, each selected team may be represented by a maximum of 4 team members. The selected team's lodging and transportation costs incurred to attend the Call Pitchday event in Madrid will be at CXV's expense. Afterwards, CXV Investment Committee will decide and communicate to the selected teams if any of the Ideas are given the chance to be incubated and accelerated at CXV. The Call Pitchday will occur at the end of the 1st semester of 2017, or beginning of the 2nd semester of 2017. CXV Investment Committee will decide if any if the Ideas are selected for incubation and acceleration within two weeks from the Call Pitchday.

CXV will agree with the owners of each selected Idea the terms and conditions of CXV collaboration in the incubation and acceleration process. If no agreement is reached, the Idea will be deemed to be not qualified for the incubation and acceleration process.

- 7.2 Further information regarding the Call process can be found at the Call Site or at the at the "Open Call" event details at the CXV website.

8 Idea valuation experts

- 8.1 During the "Screening and Selection Stage" as defined in Section 7.1. 2), each Idea received will be reviewed by a panel of experts, who will assess the Idea's business potential and its implementation feasibility, with the ultimate purpose of selecting the most promising ones. The panel of experts will be comprised of a mixture of judges, who will be either part of CXV team, expert entrepreneurs who collaborate with CXV, investors from CXV partner Venture Capitals, or part of CEMEX Top Management.

9 Idea property rights

- 9.1 The sole act of participating from the Call does not imply that participants will lose rights on the Idea ownerships; neither will they give away the Idea ownership rights to CXV.

10 Applicable Law and Jurisdiction

- 10.1 These Terms shall be governed by Spanish law. Participants hereto submit to the exclusive jurisdiction of the Courts of the city of Madrid, expressly waiving any other law and venue to which they may be entitled by reason of their present or future domicile or by any other cause.