

### CIMPOR - CIMENTOS DE PORTUGAL, SGPS, S.A.

Public Limited Company REGISTERED OFFICE: Rua Alexandre Herculano, 35 – 1250-009 Lisbon Sole Tax and Registry Number in the Lisbon Companies Registry Office: 500 722 900 Share Capital: € 672,000,000

# ANNUAL GENERAL MEETING

# **CONVOCATION**

### (REFORMULATION OF THE GENERAL MEETING'S AGENDA TO BE HELD ON 2010/04/29 AND

### PUBLISHED ON 2010/03/25

(Translated from the Portuguese original)

It is hereby public that, as determined by the Chairman of the General Meeting's Board due to the fact that requests presented by various Shareholders have been accepted under the terms of article 378 of the Commercial Companies Code, new items were included within the Agenda of CIMPOR – Cimentos de Portugal, SGPS, S.A.'s General Meeting, convened for **Abril 29**, **2010**, at **10:30 a.m.**, in Lisbon Conference Centre – Auditorium II, Praça das Indústrias (Junqueira), in Lisbon, and therefore the aforementioned General Meeting's Agenda shall now be as follows:

- ITEM ONE: Deliberate on the individual management report, balance sheet and individual accounts for the financial year of 2009;
- **ITEM TWO:** Deliberate on the consolidated management report, balance sheet and consolidated accounts for the financial year of 2009;
- **ITEM THREE:** Deliberate on the allocation of the profit;
- ITEM FOUR: Overall assessment of the management and supervision of the Company.
- ITEM FIVE: Deliberate on the ratification of co-option of a new director by the Board of Directors;

- ITEM SIX: Deliberate on the reduction in the number of Company directors to be included within the Company's Board of Directors, until the end of the present mandate;
- ITEM SEVEN: Deliberate on the eventual dismissal of members of the Company's Board of Directors under the terms of the provisions of article 403 of the Commercial Companies Code;
- **ITEM EIGHT:** Election of new members of the Company's Board of Directors for the current term of office (2009/2012), as a result of the resignation and/or the eventual dismissal of company directors;
- ITEM NINE: Deliberate on the authorization to be granted to members of the Company's Board of Directors to exercise competing activity (on their own account or for third parties) and/or hold office in competing company as well as on their appointment on behalf or on representation of a competing company;
- ITEM TEN:Deliberate on the partial alteration of articles five, six, seven, nine,<br/>ten, eleven, sixteen and seventeen of the Articles of Association;
- **ITEM ELEVEN:** Deliberate on the declaration on the Company's governing bodies remuneration policy;
- ITEM TWELVE: Deliberate on the sale of own (treasury) shares to employees and members of the company's management bodies or of subsidiary companies under the Regulations on the Acquisition of Shares by Employees – Year 2010;
- ITEM THIRTEEN: Deliberate on the sale of own (treasury) shares to executives of the Group and to members of the company's management bodies and of subsidiary companies, in connection with the Share Option Plan;



**ITEM FOURTEEN:** Deliberate on the acquisition and sale of own (treasury) shares.

It is hereby stipulated, in compliance with the provisions established in article 378 (3) of the Commercial Companies Code, that the new elements introduced into the original meeting's agenda are as follows:

- 1. A new item, now denominated Item Six, has been added (*Deliberate on the reduction in the number of Company directors to be included within the Company's Board of Directors, until the end of the present mandate*);
- 2. A new item, now denominated Item Seven, has been added (Decide upon the eventual dismissal of members of the Company's Board of Directors under the terms of the provisions of article 403 of the Commercial Companies Code);
- 3. An amendment has been made to the item now denominated Item Eight (formerly Item Seven), adding the expression *"and/or eventual dismissal of company directors".*
- 4. An amendment has been made to the item now denominated Item Ten (formerly Item Eight), adding the expression "six" in order to enable the respective article article 6 of the Company's Articles of Association to be subject to reflection in the General Meeting in terms of a possible alteration.

Shareholders are hereby informed that the texts of the proposals presented herein in relation to the new items on the Agenda are available for consultation in CIMPOR – Cimentos de Portugal, SGPS, S.A.'s registered office and respective Internet site within normal working hours.

In all other matters, the terms of the previously published Convocation remain in force.

Lisbon, 15 April 2010

## CHAIRMAN OF THE GENERAL MEETING'S BOARD

(Luís Manuel de Faria Neiva dos Santos)

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