



General Meeting of March 27, 2014

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ANNUAL GENERAL MEETING - 2014

NOTICE OF MEETING

In accordance with the Law and the Articles of Association, I hereby convene the Shareholders of Cimpor – Cimentos de Portugal, SGPS, S.A., a Listed Company, with the tax identification and registration number at the Commercial Registry Office of Lisbon 500 722 900, with registered office in Portugal, at Rua Alexandre Herculano, 35, 1250-009 Lisbon, with the registered capital of EUR.672,000,000.00 (the "Company"), to attend the General Meeting, to take place at the Hotel Altis, in Lisbon, the entrance of the same being located at Rua Castilho 11, given that the premises at the registered office do not provide suitable conditions for such meeting. The Meeting shall be held on March 27, 2014, at 14:30 (GMT), with the following Agenda:

ITEM ONE: Resolve on the accounts' reporting documents, notably the management

report, the corporate governance report and the financial statements, and other corporate, supervisory and audit information documents regarding

the financial year of 2013;

ITEM TWO: Resolve on the proposal for the allocation of profits;

ITEM THREE: Resolve on the general appraisal of the management and supervision of

the Company;

ITEM FOUR: Resolve on the declaration on the remuneration policy of the members of

the management and supervisory bodies of the Company;

ITEM FIVE: Resolve on the election of a member for the Remuneration Committee for

the 2012-2014 term of office;



ITEM SIX: Resolve on the ratification of the co-optation by the Board of Directors

Claudio Borin Guedes Palaia and Nélson Tambelini Júnior as members

of the Board of Directors for the current term-of-office;

ITEM SEVEN: Resolve on the acquisition and disposal of own shares.

I - Participation in the General Meeting

 The participation and the exercise of the voting rights at the General Meeting depend upon the Shareholders having at least one share registered in their name at 00:00 (GMT) of March 20, 2014 ("Record Date"), corresponding to the fifth trading day prior to the date of the General Meeting.

- 2. Shareholders who wish to participate in the General Meeting shall state such intention in written form to the Chairman of the Board of the General Meeting and to the financial intermediary with whom they have opened the individual securities account, before 24:00 (GMT) of March 19, 2014, and may, for such purpose, regarding the declaration to be sent to the Chairman of the Board of the General Meeting, use the email address agaimpor@cimpor.com.
- 3. The declarations to be sent to the Chairman of the Board of the General Meeting and to the financial intermediary, provided for in the previous paragraph, may be prepared in accordance with the forms made available for that purpose at the registered office and on the website www.cimpor.com, from the date of the publication of the present Notice.
- 4. The financial intermediary who has been informed of the Shareholder's intent to participate in the General Meeting shall send to the Chairman of the Board of the General Meeting, before 24:00 (GMT) of March 20, 2014, the information regarding the number of shares registered in the Shareholders' name, with reference to the Record Date, and may, for such purpose, use the email address againpor@cimpor.com.
- 5. Without prejudice to what is laid down in the following paragraph, according to no. 2 of Article 23-C of the Portuguese Securities Code, the exercise of the voting right is not affected by the transfer of shares at any time after the Record Date and does not depend upon their being blocked between the Record Date and the date of the General Meeting.
- 6. The Shareholders who have declared their intent to participate in the General Meeting and subsequently transfer the ownership of the shares during the period between the Record Date and the closure of the General Meeting shall immediately report such transfer to the Chairman of the Board of the General Meeting and to the Portuguese Securities Market



- Commission, and may, for such purpose, regarding the report to be sent to the Chairman of the Board of the General Meeting, use the email address agcimpor@cimpor.com.
- 7. The Shareholders who, on a professional basis, hold shares in their own name but on behalf of their clients, and intend to vote differently with their shares, shall submit to the Chairman of the Board of the General Meeting, before 24:00 (GMT) of March 19, 2014, by using sufficient and proportionate means of proof: (i) the identification of each client and the number of shares entitled to vote on such client's behalf; and (ii) the voting instructions given by each client specifically regarding each item on the agenda.
- 8. Shareholders will only be admitted to participate and vote at the General Meeting if
 - (i) the declaration mentioned in the second paragraph of part I ("Participation in the General Meeting") has been received by the Chairman of the Board of the General Meeting before 24:00 (GMT) of March 19, 2014 and, in any case, before the Record Date; and
 - (ii) the information mentioned in the forth paragraph of part I ("Participation in the General Meeting") has been sent by the financial intermediary before 24:00 (GMT) of March 20, 2014, in such a way as to be received by the Chairman of the Board of the General Meeting in a timely and adequate form in order for the expedite organization of the General Meeting.
- 9. In case of joint ownership of shares, only the joint representative, or a representative of the same, may participate in the General Meeting.

II - Representation at the General Meeting

- 1. The Shareholders may be represented at the General Meeting, in accordance with the Law and the Articles of Association, through a proxy instrument, signed and addressed to the Chairman of the Board of the General Meeting, and delivered to the registered office of the Company until 17:00 (GMT) of March 24, 2014, corresponding to the third business day prior to the date of the General Meeting, and which shall mention the name and address of the representative and the date of the meeting. The information concerning the content and the way of exercising the right of representation may be consulted and obtained on the website www.cimpor.com.
- 2. The proxy instruments to be sent to the Chairman of the Board of the General Meeting may:
 - (a) be prepared in accordance with the forms made available for that purpose, from the date of the publication of the present Notice, at the registered office and on the website <u>www.cimpor.com</u>; and
 - (b) be sent via e-mail to the address agcimpor@cimpor.com.



Without prejudice to the unity of vote laid down in article 385 of the Portuguese Companies
Code, any Shareholder may appoint different representatives concerning the shares held in
different securities accounts.

III - Inclusion of items on the Agenda and submission of Resolution Proposals

Shareholders holding shares corresponding to at least 2% (two per cent) of the Company's share capital with voting rights may, by means of written application addressed to the Chairman of the Board of the General Meeting, within 5 days following the date of the publication of the Notice, request the inclusion of new items on the Agenda, as well as apply for the inclusion of resolution proposals regarding the items on the Agenda and items added thereto. Said applications shall be accompanied, respectively, by a resolution proposal for each item whose inclusion is requested and/or contain the information that should accompany the resolution proposal.

IV - Voting by Correspondence

- Shareholders with voting rights may exercise said right by correspondence. For that
 purpose, the Shareholders shall provide the Chairman of the Board of the General Meeting
 of this Company, until March 25, 2014, with the voting intentions for each item on the
 Agenda.
 - 1.1. Each voting intention should be placed in a sealed envelope, which should include the following indication: "CONTAINS A VOTING INTENTION FOR ITEM NO. (indication of the respective item) ON THE AGENDA". The envelopes containing voting intentions should be accompanied by a cover letter for submitting these envelopes, with the certified signature of the shareholder (or, in the case of individuals, with the same signature as that on a suitable identification document ID card, passport or equivalent identification document and shall also mention the number, date of issuance and the entity which has issued the used identification document). The cover letter, the mentioned envelopes and a copy of the used identification document should be placed in a larger envelope, which should be hand-delivered or sent by registered mail with notice of receipt, to the Chairman of the Board of the General Meeting of CIMPOR Rua Alexandre Herculano, 35, 1250-009 LISBON.



- 1.2. Once the envelopes containing the votes cast by correspondence have been received, their authenticity and the voting shareholder's compliance with the requirements set forth in the previous numbers, regarding the right to vote and to participate in the General Meeting, will be checked. The votes by correspondence that are not recognized as being authentic or that do not comply with such requirements are not taken into account.
- 1.3. The envelopes received from Shareholders that comply with the conditions set out in the previous paragraph will be opened at the General Meeting immediately after the voting concerning the item on the Agenda to which they refer. Once the validity of the votes has been ascertained, they shall be included in the count and the determination of the results.
- 1.4. In the case of resolution proposals submitted or amended after the date on which the votes by correspondence were issued, the same will be considered as being negative votes concerning said proposals.
- 1.5. In order to exercise the vote by correspondence, the Shareholders must use voting ballots that clearly and unequivocally express their direction of vote. For that purpose, Shareholders may use the voting ballot, available on the INTERNET, on www.cimpor.com, or submit a written request addressed to the Chairman of the Board of the General Meeting, which must be received until March 19, 2014.

A standard letter form which may be used to accompany the envelopes containing the voting ballots will be made available on the abovementioned website.

V – Right to Information in the General Meeting

During the General Meeting, any Shareholder may make a request for true, complete and clarifying information that allows him/her to develop a well-informed opinion on the items contained in the Agenda. The information duty encompasses the relationships between the Company and other related companies.

The requested information will be provided by the Company body enabled for this purpose and may only be denied if its provision may cause serious damage to the Company or other related companies or if it qualifies as a violation of the secrecy duties provided for by law.



VI – Disclosure of Preparatory Information regarding the General Meeting

The following documents and information will be made available to Shareholders from the date of the publication of the present Notice, at the Company's registered office and on the website www.cimpor.com:

- The Notice of the General Meeting;
- Total number of shares and voting rights on the date of the publication of the present
 Notice:
- Form for declarations of participation, proxy instruments and documents regarding the vote by correspondence;
- The remaining elements and preparatory information with regard to the General Meeting, mentioned in article 289 of the Portuguese Companies Code and article 21-C of the Portuguese Securities Code, and including, among others:
 - (a) The full names of the members of the management and supervisory bodies, as well as of the members of the Board of the General Meeting;
 - (b) The indication of other companies in which the members of the corporate bodies exercise corporate duties (except companies formed by persons carrying out a professional activity);
 - (c) The resolution proposals to be submitted by the management body to the General Meeting, as well as the corresponding reports or justifications;
 - (d) The accounts' reporting documents regarding 2013.

The Company's accounts' reporting documents regarding the past financial year and the remaining preparatory information concerning the General Meeting will also be made available on the Portuguese Securities Market Commission's ("CMVM") website www.cmvm.pt, from the date of the publication of the present Notice.

Lisbon, February 27, 2014

The Chairman of the Board of the General Meeting

Luís Manuel de Faria Neiva dos Santos (Illegible signature)"



Corporate Form for Declaration of Participation in the General Meeting 1

Dear Mr.

Chairman of the Board of the General Meeting of CIMPOR – CIMENTOS DE PORTUGAL, SGPS, S.A. Rua Alexandre Herculano, nº 35 1250-009 LISBON

SUBJECT: ANNUAL GENERAL MEETING ON MARCH 27, 2014

| <u>Identification of the Shareholder</u> : | |
|---|--|
| Full name / corporate name: Tax identification number / Corporate identification number: Address or registered office: Telephone contact: | |
| The Shareholder of CIMPOR – Cimen | tos de Portugal, SGPS, S.A. (CIMPOR) identified above hereby |
| declares, under the terms of no. 3 of a | ticle 23-C of the Portuguese Securities Code, his/her/its intention |
| to participate in CIMPOR's Annual Gene | ral Meeting to be held on March 27, 2014. |
| where his/her/its shares of CIMPOR are re of article 23-C of the Portuguese Secur | r informs that he/she/it has requested the financial intermediary with whom he/she/it has opened the individual securities account registered, send you, under the terms and for the purposes of no. 4 ities Code, before 24:00 (GMT) of March 20, 2014, the information he Shareholder's name on the record date corresponding to 00:00 |
| Yours faithfully, | |
| | |
| (Signature) | |

7

¹ The present declaration shall be sent by the Shareholders to the Chairman of the Board of the General Meeting, in order to be received before **24:00 (GMT) of March 19, 2014**. The email address agcimpor@cimpor.com may be used for such purpose. For any additional queries, the following telephone number (+351) 21 311 88 89 and the email address agcimpor@cimpor.com are available.



Form for Declaration of Participation in the General Meeting ²

| | Dear Mr ³ |
|---|---|
| | |
| | |
| SUBJECT: ANNUAL GENERAL MEETING ON MARCH 2 | 27, 2014 |
| Identification of the Shareholder: | |
| Full name / corporate name: Tax identification number / Corporate identification number: Address or registered office: Telephone contact: | |
| shares with voting rights of CIMPOR – CIMENTO | as holder of ordinary S DE PORTUGAL, SGPS, S.A. (CIMPOR or Company), e 23-C of the Portuguese Securities Code, his/her/its g to be held on March 27, 2014. |
| Shareholder further requests you submit to the Ch Company, before 24:00 (GMT) of March 20, 2014 , in | of article 23-C of the Portuguese Securities Code, the nairman of the Board of the General Meeting of the iformation on the number shares representing CIMPOR's reholder's name in the respective individual securities anding to 00:00 (GMT) of March 20, 2014. |
| Yours faithfully, | |
| , | |
| (Signature) | |

² The present declaration shall be sent by the Shareholders to the financial intermediary with whom they have opened the individual securities account where their shares of CIMPOR are registered, in order to be received **before 24:00 (GMT) of March 19, 2014**.

 $^{^{3}}$ Indication of corporate name, full address and fax number of the abovementioned financial intermediary.



Draft for Representation in the General Meeting 4

| | | | | | Dear Sir | | | | |
|-----------|-----------|---------------|------------------|------------------------|-----------|--------------|------------------|-----------|-----------|
| | | | | | | | ord of the Gener | | ing of |
| | | | | | CIMPOR | – Cimentos | de Portugal, SG | iPS, S.A. | |
| | | | | | Rua Alex | kandre Herc | ulano, 35 | | |
| | | | | | 1250 – (| 009 LISBON | | | |
| | | | | ⁵ , whose a | ddress is | S | | , | acting as |
| the hold | der of | | shares rep | resenting th | e share | capital of (| CIMPOR – Cime | ntos de | Portugal |
| | | | | | | | instrument | | |
| | | | | | | | ry powers to: | | _ |
| | | | | | | | | | |
| (8 | a) Rep | resent him/ | her/it at t | he Annual G | eneral N | Neeting of (| CIMPOR – Cime | ntos de | Portugal |
| | SGP | S, S.A. to be | held on M | arch 27, 201 | 4. | | | | |
| (k | o) Reso | olve and vot | e at the sai | id Annual Ge | neral Me | eting as dee | emed convenien | ıt. | |
| | | | | | | | | | |
| | | · · | | • | - | • | that the finar | | • |
| | | | | , with wh | nom the | e Sharehold | ler has opene | d the | individua |
| securitie | es accou | int where | the Sharel | nolder's CIM | POR sh | ares are re | gistered, send | the inf | formation |
| regardin | ng the nu | ımber of sha | ares registe | red in the Sh | narehold | ers' name, v | vith reference t | o the re | cord date |
| correspo | onding to | 00h00 (GN | 1T) of Marc | h 20, 2014. | | | | | |
| | | | | | | | | | |
| | | | | | _ | | | | |
| | | | | / | / | | | | |
| | | | | | | | | | |
| | | | | | 0 | | | | |
| | | | | | 8 | | | | |

⁴ The present declaration shall be sent by the Shareholders to the Chairman of the Board of the General Meeting in order to be received prior to **17:00 (GMT) of March 24, 2014**, and the following e-mail address may be used for this purpose: agcimpor@cimpor.com

⁵ Full name (individuals) or full company name (corporate bodies) in capital letters.

⁶ Within the terms of number 2 of Article 10 of the Articles of Association, shareholders who are individuals may be represented by other shareholders or by persons to whom the law grants that right. Shareholders who are corporate entities will be represented by a person appointed for such purpose in this letter.

⁷ Location and date.

⁸ Signature(s). For individuals, their signature must be the same as that on a suitable identification document – ID card, passport or equivalent identification document, and the shareholder must attach a photocopy of the respective identification document for this purpose. For corporate entities, the signature/signatures must be certified in respect to their position and powers for the act. For any additional clarification, the telephone number +351 21 311 88 89 and the email address agcimpor@cimpor.com are available.



Draft for Sending Votes by Correspondence 9

Dear Sir Chairman of the Board of the General Meeting of CIMPOR – Cimentos de Portugal, SGPS, S.A. Rua Alexandre Herculano, 35 1250 – 009 LISBON

| , | inual General Meeting of March 27 | , 2021 | |
|---------------------|--|------------------------------|--------------------|
| Dear Sir, | | | |
| I, the undersigned | d | (a) , bearer | of |
| (b) , number | (c) , issued on | (d) , by | (e) , holde |
| of | (f) shares representing the | share capital of CIMPOR - Ci | mentos de Portuga |
| | ling to the declaration issued by submitsthe Agenda. | · | |
| Best regards, | | | |
| | | | |
| (S | ignature identical to the respective | identification document) (i) | |
| TES | | | |

(a) Full name of the sender; (b) Indicate the identification document used – ID card, passport or equivalent identification document – a copy of which is included with the letter; (c) Indicate the number of the document specified in note (b); (d) Indicate the date of issue of the document identified in note (b); (e) Indicate the entity that issued the document identified in note (b); (f) Indicate the number of shares; (g) Indicate the number of envelopes being sent; (h) Specify the Agenda item numbers for which you are submitting envelopes with voting ballots; (i) For individuals, their signature must be the same as that on a suitable identification document – ID card, passport or equivalent identification document, and the shareholder must attach a photocopy of the respective identification document for this purpose. For corporate entities, the signature/signatures must be certified in respect to their position and powers for the act.

⁹ The present letter shall be sent by the Shareholders to the Chairman of the Board of the General Meeting in order to be received by **March 25, 2014**. For any additional clarification, the telephone number +351 21 311 88 89 and the email address <u>agcimpor@cimpor.com</u> are available.



Form for Voting Ballot

| | CIMPOR – CIMENTOS DE PORTUGAL, SGPS, S.A Public Limited Company - | | |
|---|---|-------------------------------|--|
| | ANNUAL GENERAL MEETING OF MARCH 27, 2014 | | |
| — VOTING BALLOT — | | | |
| | ITEM NO.º (a) OF THE AGENDA | | |
| | Proposal: (b) | | |
| | | (c) | |
| | IN FAVOUR OF THE PROPOSAL | | |
| | AGAINST THE PROPOSAL | | |
| | ABSTAIN | | |
| (a) Indicate the Agenda item; (b) If there is more than one proposal for this Agenda item, identify the proposal by its number or by its subscriber; (c) Check off your option with an X. | | | |
| NOTE: | This Voting Ballot cannot be sent electronically. It must be sent as a hard copy and be received by Meeting before 24h00 (GMT) of March 25, 2014. | y the Chairman of the General | |



ITEM 1 ON THE AGENDA

(RESOLVE ON THE ACCOUNTS' REPORTING DOCUMENTS, NOTABLY THE MANAGEMENT REPORT, THE CORPORATE GOVERNANCE REPORT AND THE FINANCIAL STATEMENTS, AND OTHER CORPORATE, SUPERVISORY AND AUDIT INFORMATION DOCUMENTS REGARDING THE FINANCIAL YEAR OF 2013)

The following proposal was presented by the Board of Directors:

"The Board of Directors of Cimpor – Cimentos de Portugal, SGPS, S.A., hereby submits to the approval of the General Meeting, to be held on March 27, 2014, the accounts' reporting documents - notably the management report, the corporate governance report and the financial statements - and other corporate, supervisory and audit information documents regarding the financial year of 2013.

Lisbon, February 27, 2014

The Board of Directors (Illegible signatures)"



ITEM 2 ON THE AGENDA

(RESOLVE ON THE PROPOSAL FOR THE ALLOCATION OF PROFITS)

The following proposal was presented by the Board of Directors:

"Whereas:

- As stated in the financial statements, despite the consolidated loss of EUR 19,350,619.74 for the financial year ended on 31 December 2013, the net profit on an individual basis was positive EUR 7,543,160.93;
- In accordance with law and the Articles of Association of Cimpor, a percentage of no less than 5% of the profit for the period is to be used to increase the legal reserve until it reaches the amount required by law (at least 20% of the share capital). Since the Company currently already meets this threshold, strengthening the legal reserve is not necessary.

Pursuant to Article 22 of the Articles of Association of this company, the Board of Directors proposes to the Shareholders the following appropriation of the 2013 profit:

- Award of bonuses to employees on the payroll of Cimpor Cimentos de Portugal, SGPS, S.A. at the end of December 2013, in the maximum amount of EUR 400,000 (already considered in the financial statements).
- Payout of dividends to shareholders in the amount of EUR 1,948,800.00 corresponding to a
 gross dividend of 0.0029 euros per share, relative to the total number of shares issued.
 - Since it is not possible to accurately ascertain the number of securities without equity rights on the referred payment date, it is proposed that the payout of the total amount of EUR 1,948,800.00 referred in the previous paragraph, calculated on the basis of a unit amount per share (0.0029 euros per share, in this case), be guided by the following:
 - a) The unit amount of 0.0029 euros, which underpinned this proposal, is paid for each issued share;
 - b) The unit amount corresponding to securities without equity rights is not paid, but transferred to retained earnings on the first day of the above-indicated payout period.

Transfer of the remaining net profit for the financial year to Retained Earnings."

Lisbon, February 27, 2014

The Board of Directors (Illegible signatures)"



ITEM 3 ON THE AGENDA

(RESOLVE ON THE GENERAL APPRAISAL OF THE MANAGEMENT AND SUPERVISION OF THE COMPANY)

The following proposal was received by the shareholder InterCement Austria Holding GmbH:

"Considering the performance and the dedication of the Board of Directors, as well as the Audit Committee supervisory duties contribution in the fiscal year of 2013, InterCement Austria Holding GmbH. proposes to the General Meeting the approval, under the terms and for the purposes of the article 455, number 2 of the Portuguese Commercial Code, of a vote of praise and renewed confidence in the Board of Directors and in the Audit Committee of the company, as well as in each of their members.

Vienna, February 27, 2014

Luiz Augusto Klecz

(Director)

(Illegible signature)

Claudio Borin Guedes Palaia

(Director)

(Illegible signature)"



ITEM 4 ON THE AGENDA

(RESOLVE ON THE DECLARATION ON THE REMUNERATION POLICY OF MEMBERS OF THE MANAGEMENT AND SUPERVISORY BODIES OF THE COMPANY)

The following proposal was presented by Remuneration Committee:

Statement from the Remuneration Committee

Under the terms of articles 2 and 3 of Law no. 28/2009, of 19th June, the Remuneration Committee is presenting its statement on the Remuneration Policy for Members of the Management and Supervisory Bodies of the Company to be submitted to the Cimpor – Cimentos de Portugal, SGPS, S.A. (Cimpor) General Meeting.

This statement takes into account, as well as the abovementioned Law, the Recommendations of the Corporate Governance Code of the Portuguese Stock Market Commission (Comissão do Mercado de Valores Mobiliários - CMVM), in its 2013 version, and the applicable legal provisions of the Companies Code, the Stock Market Code, CMVM Regulations no. 1/2010 and no. 4/2013 (in effect since 1st January 2014, replacing CMVM Regulation no. 1/2010) and Cimpor's articles of association.

1. 2013

The Remuneration Committee's team (elected at the Cimpor Extraordinary General Meeting on 16th July, 2012) was changed in 2013 due to the resignation of Nélson Tambelini Junior following his nomination as a Cimpor Executive Director on 26th August 2013. Given that election of members of the Remuneration Committee is the responsibility of the General Shareholder's Meeting, the place previously taken up by Nélson Tambelini Junior was left open until the next General Meeting.

REMUNERATION POLICY

This change notwithstanding, the work of the Remuneration Committee continued throughout 2013, notably the implementation of the variable remuneration scale and corresponding evaluation models of the InterCement Group at Cimpor and its subsidiaries, in line with the targets set out for this area for last year. As set out in the guidelines for 2013 in the previous "Statement from the Remuneration Committee," this measure – covering executive directors and management staff at Cimpor and respective business units where the company operated on an individual basis before its merger with the InterCement Group – is intended to promote (horizontal and vertical) consistency of the Group's evaluation metrics after combining the two companies. This ensures continued compliance with the standards and recommendations adopted by Cimpor, particularly in terms of convergence with the company's long term growth and sustainability targets, creating value for shareholders and appropriate incentives for management performance.

Otherwise, Cimpor's remuneration policy, detailed in Chapter III of the Cimpor Annual report and Accounts, was in line with the general remuneration policy in place in previous years, together with



adjustments that were considered appropriate given Cimpor's new shareholder and corporate governance structure after a controlling position was taken by the Camargo Corrêa/InterCement Group in 2012.

PAYMENTS FOR DIRECTORS' DISMISSAL OR TERMINATION OF SERVICES

No payments were made, as they were unenforceable, for directors' dismissals in 2013.

2. Guidelines for 2014

The Remuneration Committee's current term of office and Cimpor's remuneration policy as detailed in Chapter III of the Cimpor Annual Report and Accounts include, as much as possible, the recommendations of the CMVM Corporate Governance Code (in its 2013 version) and the provisions of CMVM Regulation no. 4/2013, since it came into effect on 1st January, 2014.

Unless there is a significant change of circumstances this year that would justify an extraordinary review, the potential maximum fixed amount payable to members of Cimpor's governing bodies in 2014 will be as follows:

| Board of Directors Directors at 31st December 2013 | Fixed Annual Remuneration ⁽¹⁾ (Euros) |
|---|--|
| Daniel Proença de Carvalho (Chairman) | 280,000 |
| Luiz Roberto Ortiz Nascimento | 78,750 |
| Albrecht Curt Reuter Domenech | 78,750 |
| José Édison Barros Franco ⁽⁵⁾ | 98,000 |
| Claudio Borin Guedes Palaia (3) | 84,000 |
| Andre Pires Oliveira Dias | 78,750 |
| Ricardo Fonseca de Mendonça Lima (2) | 112,000 |
| Nelson Tambelini Junior (3) | 84,000 |
| José Manuel Trindade Neves Adelino (4) | 112,000 |
| Pedro Miguel Duarte Rebelo de Sousa | 78,750 |
| António Soares Pinto Barbosa (5) | 98,000 |
| Total ⁽¹⁾ | 1,183,000 |

Gross figures applicable from 1st January 2014, subject to all taxes and contributions due by law; ⁽²⁾ Chairman of the Executive Commission; ⁽³⁾ Member of the Executive Commission; ⁽⁴⁾ chairman of the Audit Commission; ⁽⁵⁾ Member of the Audit Commission.

The abovementioned fixed remuneration figures are subject to a maximum variation of 5% to cover any potential exchange rate losses resulting from payment in a currency other than the Euro.

Based on current pre-established conditions to achieve certain results and performance the members of the Cimpor Executive Commission may be paid a variable remuneration, which will only be owed if



at least 80% of the targets are reached. The maximum potential amount for variable remuneration will be 50% of the annual fixed remuneration. In addition to this, the total value of remuneration (fixed and variable) of executive directors takes into account their situation as expatriates (with remuneration paid by InterCement in Brazil, outside of Cimpor's consolidation perimeter).

The maximum potential fixed remuneration to be paid to Deloitte & Associados SROC, S.A., to act as Cimpor's statutory auditor in 2014, has yet to be set. However, we do not expect a significant variation on the base amount paid for the statutory audit of Cimpor's individual and consolidated accounts in 2013, which, as shown in the company's Report and Accounts, totalled 33,000 euros and 1,117,000 euros, respectively.

Taking into consideration the recent company and business integration of Cimpor and InterCement as well as the implementation of the variable remuneration scale and the corresponding evaluation models of the InterCement Group at Cimpor and its subsidiaries, for 2014 the Remuneration Committee recommends that the current remuneration policy remain in place.

27th February, 2014

Manuel Soares Pinto Barbosa (Chairman)

Gueber Lopes (Member)

(Illegible signatures) "



ITEM 5 ON THE AGENDA

(RESOLVE ON THE ELECTION OF MEMBER FOR THE REMUNERATION COMMITTEE FOR THE 2012-2014 TERM OF OFFICE)

The following proposal was presented by InterCement Austria Holding GmbH as shareholder.

"Whereas:

- The resignation of Nélson Tambelini Júnior from member of the Remuneration Committee, on August 26, 2013, following his appointment as member of the Board of Directors and Executive Committee, requires the election of a new member to the Remuneration Committee.
- Pursuant to the law and articles of Association, the members of the Remuneration Committee are to be elected by the Company General Meeting.
- Furthermore, in accordance with the abovementioned CMVM Recommendations, the members of the Remuneration Committee shall be independent from the Members of the Board of Directors.

InterCement Austria Holding GmbH proposes the election of Aparecida Shizue Yamashita (attached CV), as member of the Remuneration Committee of Cimpor – Cimentos de Portugal, SGPS, S.A., up to the end of the current term of office.

Vienna, February 27, 2014.

Luiz Augusto Klecz

(Director)

(Illegible signature)

Marco António Zangari

(Director)

(Illegible signature)"



Aparecida Shizue Yamashita

Brazilian, single

Age: 49

Professional Summary

- 27 years' experience in the Remunerations and Benefits area in Financial and Industrial sector companies, and in the last 18 years in management positions.
- Experience in managing Jobs/Salaries and Benefit Plans (Executive, Technical/Administrative and Operational).
- Experience of development, implementation and management of Compensation Programmes involving units in Brazil, Argentina and Chile.
- Experience of developing, implementing and managing Benefits Plans.
- Management of Variable Compensation Programme for sales team.
- Implementing Human Resources Quality Indicators.
- Participation in process of implementing Integrated HR System (PeopleSoft).
- Involvement in Expatriation processes, in mergers and acquisitions and publicly traded companies with shares listed on the stock exchange.
- Computer knowledge (MSOffice, SAP, etc).
- Implementation and management of the Career and Salary Structure using the Hay methodology of Point-Factor Job Evaluation.
- Development, implementation and management of the Short Term Incentives Programme for Executives.
- Development, implementation and management of the Profit-Sharing Programme for Executives.
- Development, implementation and management of the Short Term Incentives Programme for Executives.
- Implementation and management of Benefits Plan, involving the Healthcare Plan (prepayment or managed plan), Private Pensions Plan (Open Funds and Closed Funds), Company Car Benefit for Executives, Executive Check-up Programme, amongst others.
- Implementation and management of Human Resources Policies and Instruments.
- Drawing up and implementing Corporate Human Resources Policies.
- Involvement in Corporate Mergers and Acquisitions processes (due-diligence, valuation and PMI) involving companies in Brazil and Argentina.
- Responsible for drawing up the company's workforce Budget involving Corporate, manufacturing units in Brazil, Argentina and Chile.
- Knowledge of labour, tax and pension legislation for the workforce in Brazil.
- Knowledge of the obligations of publicly-traded companies with shares listed on the Sao Paulo stock exchange, providing HR information on the reference form of the CVM.



Education and academic experience

- Business Management, Faculdade São Marcos (1986).
- Advance Management Programme, Amana-Key
- Skills Development Programme, Fundação Dom Cabral.
- Skills Management IBC.
- English, pre-intermediate level.
- Spanish, intermediate level.

Professional Experience

- August 2004 Present Camargo Corrêa, S.A., Remuneration and HR Processes Manager.
- August 1998 July 2004 Santista Têxtil, S.A. (now Tavex, S.A.), Remuneration and Benefits Manager.
- June 1995 July 1998 Santista Têxtil, S.A. (now Tavex, S.A.), Remuneration Coordinator.
- August 1991 May 1995 S/A Moinho Santista Fábrica de Tecidos Tatuapé, S.A., Senior Jobs and Salaries Analyst.
- October 1986 July 1991 Banco Cidade, S.A., Trainee, Junior, Full and Senior Jobs and Salaries Analyst.



ITEM 6 ON THE AGENDA

(RESOLVE ON THE RATIFICATION OF THE CO-OPTATION BY THE BOARD OF DIRECTORS OF THE NEW MEMBERS OF THE BOARD OF DIRECTORS FOR THE CURRENT TERM-OF-OFFICE)

The following proposal was received by the Board of Directors:

"Whereas:

- The Directors Luis Filipe Sequeira Martins and Manuel Luís Barata de Faria Blanc have presented their resignation from members of the Board of Directors of Cimpor – Cimentos de Portugal, SGPS, S.A. on May 30, 2013, and the same happened with the Directors André Gama Schaeffer, Daniel Biondo Bastos and Armando Sérgio Antunes da Silva, on August 26, 2013;
- In presence of the above mentioned resignation, the Board of Directors resolved, on August 26, 2013, within the terms and for the purposes established on paragraph b) of number 3, of article 393 of the Portuguese Commercial Code, to replace those members by appointing, through co-optation, Claudio Borin Guedes Palaia and Nélson Tambelini Júnior to members of the Board of Directors of Cimpor Cimentos de Portugal, SGPS, S.A..

Within the terms and for the purposes established on article 393 of the Portuguese Commercial Code, the Board of Directors proposes to shareholders the ratification of the co-optation Claudio Borin Guedes Palaia and Nelson Tambelini Júnior by the Board of Directors to members of the Board of Directors up to the term of the current mandate, granting authorization, as set on numbers 3 and 4 of article 398 of the Portuguese Commercial Code, to exercise competing activity (on their own account or for third parties) to these new Board of Directors members, namely to hold office in competing company, in accordance with curricula presented to shareholders, while keeping the regime of access to confidential information approved on the 2010 Annual General Meeting.

Lisbon, February, 2014

The Board of Directors

(Illegible signatures)"



CURRICULAE OF CO-OPTED SHAREHOLDERS

Claudio Borin Guedes Palaia

Born 8th of January 1975, in Brazil

Professional Summary

Working in Business Development, Market Intelegence, International Market and Finance in large companies, for more than 15 years.

Education

- Company administration Fundação Getúlio Vargas (1997);
- MBA in Management Wharton School University of Pennsylvania (2002).

Professional experience

- InterCement Participações, S.A. Finance Vice Presidente (October 2012 Present);
- Camargo Corrêa Cement Corporate Finance Director, Concrete Director (November 2007 - September 2012);
- Loma Negra Director of Concrete, Deputy Director of Business Development, Director of Market Intelligence (July 2005 - October 2007);
- São Paulo Alpargatas International Market Manager (July 2004 June 2005);
- Camargo Corrêa Energia Advisor to the Board of Directors, Investments Manager (June 2002 - June 2004);
- Camargo Corrêa S.A. Business Administrator (June 2000 May 2002);
- JP Morgan Market Analyst (October 1996 December 1998).

Professional and Public activity

• Member of the Board of Directors of São Paulo Alpargatas and CPFL Energia.



Nélson Tambelini Júnior

Born 5th December of 1962, in Brazil

Professional Summary

Working in Organizational Development in large companies, for more than 25 years.

Education

- Law Degree United Metropolitan Colleges(1985);
- MBA Business Management Fundação Getúlio Vargas (2007).

Professional experience

- InterCement Participações, S.A. Vice President of Organizational Development, with responsibility for the areas of Human Resources, Internal and External Communication, Innovation, Sustainability and R & D (October 2012 – Present);
- Camargo Correa Cement, Human Resources Director (March 2009 September 2012);
- TAVEX, Chief People Officer (CPO), based in Madrid, answering the areas of Quality Management System, Communication, Human Resources and Innovation (July 2006 -February 2009);
- Santista Textil, Senior Counsel, Labor Relations Coordinator, Labor Relations Manager, Corporate Manager of Human Resources, Director of Human Resources (November 1987 -June 2006).

Professional and Public activity

Integrated representations of organizations representing the Textile Industry.



ITEM 7 ON THE AGENDA

(RESOLVE ON THE ACQUISITION AND DISPOSAL OF OWN SHARES)

The following proposal was presented by the Board of Directors:

"Considering that:

- The legal rules and the provisions of the Articles of Association regarding the acquisition and disposal of own shares, notably the provisions of articles 317 to 320 of the Portuguese Companies Code and of article 5, no. 3 of the Articles of Association of CIMPOR – Cimentos de Portugal, SGPS, S.A. ("Company" or "Cimpor");
- The Company's convenience in being able to make use, under the general terms, the possibilities inherent to those types of transactions;
- That the same interest is also applicable to subsidiary companies, which may even be bound, notably under the terms of any of their own issuances of securities, to acquire or dispose of Company shares, which, without prejudice to the provisions of article 319, no. 3 of the Portuguese Companies Code, is also advisable to provide for.

The General Meeting held on March 27, 2014 resolves:

- 1. To authorize the acquisition of own shares by the Company, or by any current or future subsidiary companies, including rights of acquisition or allocation of shares, subject to the decision of the management body of the acquiring company, under the following terms:
 - a) Maximum number of shares to be acquired: up to the limit corresponding to ten percent of the share capital, with deduction of the disposals executed in each moment, without prejudice to article 317, no. 3 of the Portuguese Companies Code;
 - b) Period during which the acquisition may be performed: eighteen months following the date of the present resolution;
 - c) Forms of acquisition: acquisition of shares, or rights to acquire or to the allocation of shares, in exchange for payment, by any means, in the stock exchange; acquisition from an entity that purchased shares from the company itself or on the stock exchange, with whom the Company entered into an agreement for the subsequent acquisition, within an equity swap agreement or other similar instruments; over the counter acquisition, subject



to the principle of shareholder equality as provided for by law; or acquisition for, or as result of, compliance with an obligation arising from the law or contract, in particular the exchange of exchangeable securities issued by the Company or a subsidiary company, under the terms of the respective conditions of issuance or of the executed agreements in relation with such exchange;

- d) Minimum and maximum consideration for the acquisitions: the acquisition price shall fall within a range of fifteen percent below and above the lowest and average quotation, respectively, of the shares traded on Euronext Lisbon during the five stock market sessions immediately prior to the acquisition or the creation of the right to acquire or of allocation of shares, without prejudice to the acquisition price resulting from the terms of the issuance, by the Company or subsidiary company, of securities exchangeable with Company shares, or resulting from agreements, particularly those entered into with regard to those exchanges or also, in the event of acquisition by the Company of shares or acquisition rights previously acquired by employees and the management team within the framework of share purchase plans initiated by the Company, corresponding to the price of acquisition by the employees and the management team, in accordance with the terms and conditions applicable to those plans, regardless of the limits specified in this sub-paragraph;
- Time of acquisition: to be determined by the management body of the acquiring e) company, taking into account the conditions of the securities market and the convenience or obligations of the acquirer, of the Company or of one of its subsidiaries, being executed once or more times in the proportions stipulated by the abovementioned body.
- Without prejudice to the resolutions passed regarding the items 6 and 7 on the Agenda 10, to 2. authorize the disposal of own shares by the Company, or any current or future subsidiary companies, subject to the decision of the management body of the selling company, and under the following terms:
 - Minimum number of shares to be sold: the number corresponding to the minimum lot a) that, at the moment of sale, is established for the trading of the Company shares in the stock exchange or the lower amount that is sufficient for the compliance with the undertaken obligation, arising namely from the law, an agreement or a resolution for the issuance of other securities;
 - b) Period during which the disposal may be performed: eighteen months following the date of the present resolution;

¹⁰ Current items 7 and 8 on the agenda.



- c) Forms of disposal: disposal for consideration through any means, particularly through a sale or exchange, to be performed in the stock exchange or over the counter, to certain entities appointed by the management body of the selling company, subject to the principle of shareholder equality as provided for by law, or transfer of shares without consideration when such transfer is resolved within a proposal to allocate profits or to distribute reserves in kind, without prejudice to, in case the of a transfer in compliance with an obligation or arising from the issuance of other securities by the Company or a subsidiary company, or from agreements, particularly those related with said issuance, said transfer being performed in compliance with the respective terms and conditions;
- d) Minimum disposal price: the consideration shall not be lower in more than 15% of the average quotation of the shares sold through Euronext Lisbon during the five stock market sessions immediately prior to the disposal, or the consideration that has been established or resulting from the terms and conditions of issuance of other securities, notably exchangeable securities, or from the agreement entered into namely with regard to such issuance or exchange, when the disposal is arising there from;
- e) Time of disposal: to be determined by the management body of the selling company, in light of the commitments undertaken, and, whenever possible, taking into account the capital market conditions and the convenience or obligations of the seller, of the Company or of its subsidiary company, being executed once or more times in the proportions stipulated by the respective management body.

Lisbon, February 27, 2014

The Board of Directors (Illegible signatures)"



CORPORATE BODIES AND POSITIONS HELD BY ITS MEMBERS IN OTHER COMPANIES

GENERAL MEETING BOARD

Chairman - Luís Manuel de Faria Neiva dos Santos

Vice-Chairman - Rodrigo de Melo Neiva dos Santos

Company Secretary - Ana Filipa Mendes de Magalhães Saraiva Mendes

BOARD OF DIRECTORS

Chairman - Daniel Proença de Carvalho

Members - Luiz Roberto Ortiz Nascimento

- Albrecht Curt Reuter Domenech

- José Édison Barros Franco (Audit Committee)

- Claudio Borin Guedes Palaia (CFO)

- André Pires Oliveira Dias

- Ricardo Fonseca de Mendonça Lima (CEO)

- Nélson Tambelini Junior

- José Manuel Neves Adelino (Audit Committee)

- Pedro Miguel Duarte Rebelo de Sousa

- António Soares Pinto Barbosa (Audit Committee)

AUDIT COMMITTEE

Chairman - José Manuel Neves Adelino

Members - José Édison Barros Franco

- António Soares Pinto Barbosa

STATUTORY AUDITOR

Deloitte & Associados, SROC, S.A., represented by Carlos Alberto Ferreira da Cruz



COMPANY SECRETARY

Secretary - Ana Filipa Mendes de Magalhães Saraiva Mendes Deputy Secretary - Francisco Saudade e Silva Lopes Sequeira



BOARD OF THE GENERAL MEETING

Positions held by the members of this corporate body in **other companies** are as follows:

Luís Manuel de Faria Neiva dos Santos

(Chairman of the Board of the General Meeting)

- Chairman of the Board of the General Meeting of Mota-Engil, SGPS, S.A.;
- · Chairman of the Board of the General Meeting of Banco L. J. Carregosa, S.A.;
- Chairman of the Board of the General Meeting of Iberfibran Poliestireno Extrudido, S.A..

Rodrigo de Melo Neiva dos Santos

(Vice-Chairman of the Board of the General Meeting)

Secretary of the Board of the General Meeting of Mota-Engil, SGPS, S.A.



BOARD OF DIRECTORS

Positions held by the members of this Corporate body in other companies are as follows:

Daniel Proença de Carvalho

(Chairman of the Board of Directors)

Member of the remuneration committee of Banco Espírito Santo, S.A..

Chairman of the general meeting of:

- BESI Banco Espírito Santo de Investimento;
- Galp Energia, SGPS, S.A.;
- Socitrel Sociedade Industrial de Trefilaria, S.A.;
- Portugália Administração de Patrimónios, S.A.;
- Almonda Sociedade Gestora de Participações Sociais, S.A.;
- Renova Fábrica de Papel do Almonda, S.A.;
- Cabo Raso Empreendimentos Turísticos, S.A.;
- SOGEB Sociedade de Gestão de Bens, S.A.;
- Sociedade Agrícola Belo de Mértola, S.A.;
- Sociedade Agrícola dos Namorados, S.A.;
- Coaltejo Criador de Ovinos Algarve e Alentejo, S.A.;
- Sogesfin Sociedade Gestora de Participações Sociais, S.A.;
- 3 Z Administração de Imóveis, S.A.;
- Sétimos Participações, SGPS, S.A.;
- Confiança Participações, SGPS, S.A.;
- Sociedade Agrícola da Serra Branca, S.A.;
- Gotan, SGPS, S.A.;
- · Companhia Agrícola da Apariça, S.A.;
- · Companhia Agrícola das Polvorosas, S.A.;
- Companhia Agrícola de Corona, S.A.;
- Herdade do Monte da Pedra, S.A.;
- TRABELIBEX Investimentos Imobiliários, S.A.;
- ÉCAMPO Cinegética e Turismo, S.A.;
- FREIXAGRO Empresa Agrícola do Freixo, S.A.;
- INTEROCEÂNICO Capital, SGPS, S.A..

Chairman of the Board of the general meeting of Instituto Português de Corporate Governance, (since 21 June 2010).



Luiz Roberto Ortiz Nascimento

(Member of the Board of Directors)

Vice-Chairman of the Board of Directors of:

- CV Serviços de Meio Ambiente S.A.;
- Arrossensal Agropecuária e Industrial S.A..
- Camargo Corrêa, S.A.;
- Camargo Corrêa Construções e Participações S.A.;
- Construções e Comércio Camargo Corrêa S.A.;
- Camargo Corrêa Investimentos em Infraestrutura S.A.;
- InterCement Participações S.A.;
- Camargo Corrêa Energia S.A.;
- Camargo Corrêa Projetos de Engenharia S.A.;
- Camargo Corrêa Desenvolvimento Imobiliário S.A.;
- VBC Energia, S.A.;
- ESC Energia, S.A.;
- · HM Engenharia, S.A..

Member of the Board of Directors of:

- CCR, S.A.;
- Loma Negra CIASA.

Founder and member of the WWF in Brazil – World Wildlife Foundation (since 1998).

Founding member of the Instituto Camargo Corrêa (created in December 2000).

Albrecht Curt Reuter Domenech

(Member of the Board of Directors)

Vice-Chairman of the Board of Directors of:

- CV Serviços de Meio Ambiente S.A.;
- Arrossensal Agropecuária e Industrial S.A..
- Camargo Corrêa, S.A.;
- InterCement Participações S.A.;
- InterCement Brasil S.A
- Camargo Corrêa Energia S.A.;
- VBC Energia S.A.;
- ESC Energia S.A..

Member of the Board of Directors of:

- Tavex (Indústria Têxtil);
- Loma Negra CIASA.



José Édison Barros Franco

(Member of the Board of Directors)

Chairman of the Board of Directors of:

- InterCement Brasil S.A.;
- Loma Negra CIASA;
- InterCement Portugal, SGPS, S.A..

Chairman of the Board of Directors of InterCement Participações S.A..

Member of the Executive Committee of Camargo Corrêa Group.

Member of the Board of Directors of Camargo Corrêa Cimentos Luxembourg, S.à.R.L..

Member of the Boards of Camargo Corrêa and Fundação Loma Negra with expertise in Social Investment.

Claudio Borin Guedes Palaia

(Member of the Board of Directors)

Finance Vice-President of InterCement Participações, S.A.

Member of the Board of Directors of:

- São Paulo Alpargatas;
- CPFL Energia;
- InterCement Portugal, SGPS, S.A..

Director of:

- Camargo Corrêa Cimentos Participações, Ltda;
- Caue Finance Limited.

André Pires Oliveira Dias

(Member of the Board of Directors)

Vice-President of the Board of Directors of InterCement Brasil S.A..

Vice-President of the Board of Directors of:

- InterCement Participações, S.A.;
- CV Serviços de Meio Ambiente, S.A.;
- Camargo Corrêa Desenvolvimento Imobiliário, S.A.;
- HM Engenharia, S.A..

Deputy Member of the Board of Directors of:

- CCR, S.A.;
- Alpargatas, S.A..

Strategy and Planning Department Manager of Camargo Corrêa, S.A. - Holding Co..



Ricardo Fonseca de Mendonça Lima

(Member of the Board of Directors)

Chairman of the Board of Directors of:

- Cimpor Portugal, SGPS, S.A. (Portugal);
- Cimpor Indústria de Cimentos, S.A. (Portugal);
- Cimpor Serviços de Apoio à Gestão de Empresas, S.A. (Portugal);
- Cimpor Inversiones, S.A. (Spain);
- Cimentos de Moçambique, S.A. (Mozambique);
- Holdtotal, S.A..

Manager of Kandmad - Sociedade Gestora de Participações Sociais, (Portugal).

Member of the Board of Directors of:

- Loma Negra CIASA (Argentina);
- Fundação Loma Negra (Argentina);
- Cauê Finance Limited (Caiman Islands);
- Recycomb, S.A. (Argentina);
- Betel, S.A. (Argentina);
- · Compañia Argentina Cemento Portland, S.A. (Argentina);
- Cofesur, S.A. (Argentina);
- Ferrosur Roca, S.A. (Argentina).

Vice-President of the Board of Directors of Loma Negra CIASA.

Advisor of Institiuto Camargo Corrêa (2011 - Present).

Nelson Tambelini Junior

(Member of the Board of Directors)

Vice-President of Organizational Development of InterCement Participações, S.A..

José Manuel Trindade Neves Adelino

(Member of the Board of Directors)

Finance and Investment Director of Fundação Calouste Gulbenkian.

Member of the Board of Directors and member of the Audit Committee of Sonae, SGPS, S.A..

Member of the Audit Committee of BPI – Banco Português de Investimento.

Visiting Professor, Bentley College, USA.

Member of the Investment Committee of Portuguese Venture Capital Initiative – European Investment Fund.

Advisory Working Group Member of CSER's Corporate Finance Standing Committee.

Extensive consultancy activity in private companies and public bodies.



Pedro Rebelo de Sousa

(Member of the Board of Directors)

Senior Partner of Sociedade Rebelo de Sousa & Advogados Associados RL, formerly Simmons & Simmons Rebelo de Sousa, since 2009.

Member of the Remuneration Committee of Novabase, SGPS, S.A..

Chairman of the general meeting of:

- Atitude/SSE Associação pelo Desenvolvimento do Investimento Social;
- AICD Associação para Inserção por Centros Digitais de Informação;
- Associação Turma do Bem;
- CADIN Centro de Apoio ao Desenvolvimento Infantil;
- · Grémio Literário;
- Bolsa de Valores Sociais;
- Refrigor, SGPS, S.A.;
- · Tecnovia, SGPS, S.A..

Board Member of Câmara de Comércio Portugal-Holanda.

Chairman of the curador board of the CADIN - Centro de Apoio ao Desenvolvimento Infantil.

Member of the Advisory Board of:

- SUN AID Associação para o Desenvolvimento pela Energia Solar;
- Universidade Europeia (Laureat).

Member of the curador board of the Fundação Luso-Brasileira para o Desenvolvimento do Mundo de Língua Portuguesa.

Chairman of the board of Instituto Português de Corporate Governance.

Member of the Advisory Board of Marsh.

Member of the Board of Directors of Circulo Eça de Queiroz.

Chairman of:

- Union Internacionale des Avocats PT;
- Comissão de Banking Internacional.

António Soares Pinto Barbosa

(Member of the Board of Directors)

Member of the Board of Directors of Impresa, SGPS, S.A..

Member of the Audit Committee of Impresa, SGPS, S.A..

Member of the Advisory Committee of Banif.

Member of the Audit Board of Fundação Champalimaud.

SUPERVISORY BOARD

Positions held by the members of this Corporate body in other companies are presented above as their members belong to the Board of Directors.



SHARES AND VOTING RIGHTS

The registered capital of CIMPOR – Cimentos de Portugal, SGPS, S.A. is represented by 672,000,000 shares corresponding to an equal number of voting rights.

At this date, the Company holds 5,906,098 own shares and, as such, with suspended voting rights.