

ATTENDANCE, PROXY AND VOTING RIGHTS AND PROOF OF SHARE OWNERSHIP

- Right of attendance:

In accordance with the provisions of Article 16 of the Company's Bylaws and Article 13 of the Regulations of the General Shareholders' Meeting, shareholders holding one or more shares, including those without voting rights, whose ownership is recorded in the corresponding book-entry registry five (5) days prior to the date on which the Meeting is to be held, are entitled to attend the General Shareholders' Meeting.

- Register of shareholders and proxies physically attending the General Meeting venue:

At the place and on the date indicated in the notice of the General Shareholders' Meeting and from two hours prior to the time announced for the start of the meeting, unless otherwise specified in the notice of the meeting, shareholders and proxies may present to the personnel in charge of the attendance register the documents accrediting their right to attend and, if applicable, representation. The right to attend shall be evidenced by showing the certificate of entitlement issued by the entities in charge of the accounting record of the shares of INMOCEMENTO, S.A. in which the ownership of the shares is stated or by presenting the attendance card issued by INMOCEMENTO, S.A. or by the entities participating in the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores S.A. (Iberclear). Attendees may also be asked to prove their identity by presenting their DNI, NIE or passport (or equivalent supporting document).

Likewise, in the event that the shareholder is a legal entity, the natural person representing it must also accredit sufficient power of attorney for representation.

REPRESENTATION AND VOTING BY REMOTE MEANS OF COMMUNICATION PRIOR TO THE MEETING.

- Representation:

Any shareholder entitled to attend may be represented at the General Shareholders' Meeting by another person, even if such person is not a shareholder. The proxy must be conferred in the terms and with the scope established in the Capital Companies Act, specifically for each Meeting, except in the cases excepted in the Capital Companies Act. The appointment of the representative by the shareholder may be made under the terms explained below, in writing or by electronic means that duly guarantee the identity of the represented party, as well as, if applicable, the security of the electronic communications. Representation is always revocable.

In the event of a public request for representation, the provisions of Articles 186, 187 and 526 of the Capital Companies Act shall apply, and such request may be made by electronic means in accordance with the provisions of the Regulations of the Shareholders' Meeting.

- Vote:

Pursuant to Article 5 of the Bylaws, each share shall entitle the holder to one vote. Shareholders entitled to attend may exercise their vote (i) by attending

(i) by attending the Meeting in person at the premises where the meeting is held, (ii) by attending by telematic means, or (iii) by casting their vote by remote means of communication prior to the Meeting.

As established in Articles 25 and 27 of the Regulations of the General Shareholders' Meeting, after the discussion of each of the items on the agenda, the respective vote shall be taken, and resolutions shall be adopted by a simple majority of the shares present and represented at the General Shareholders' Meeting, and a resolution shall be deemed adopted when it obtains more votes in favor than against of the capital present or represented, except in those cases in which the law or the Company's Bylaws require a qualified majority. All resolutions that are substantially independent must be voted on separately. In any case, and even if they are included in the same item on the agenda, they must be voted on separately:

- a) The appointment, ratification, reelection or removal of each Director.
- b) The amendment of the corporate bylaws, that of each article or group of articles that have their own autonomy.
- c) All those matters in which it is so provided in the bylaws of the Company.

In order for the Ordinary or Extraordinary General Shareholders' Meeting to validly resolve to bonds, increase or reduce capital, transform, merge, spin-off, global assignment of assets and liabilities, suppression or limitation of the preferential acquisition right of new shares, transfer the registered office abroad and, in general, any amendment to the Company's Bylaws, it shall be necessary, at first call, the attendance of shareholders present or represented who hold at least fifty percent (50%) of the subscribed capital with voting rights. On second call, the attendance of forty-five percent (45%) of said capital shall be sufficient. Exceptions to the above are those cases in which, in accordance with the items included in the agenda, it is not legally possible to require a percentage of capital higher than that established by the applicable regulations for the valid constitution of the General Shareholders' Meeting. In particular, the issuance of shares or debentures or securities convertible into shares with exclusion of pre-emptive subscription rights in favor of the Company's shareholders must be adopted with the favorable vote of shares present or represented at the Meeting representing more than fifty percent (50%) of the subscribed capital stock with rights.

- Issuance of votes and granting of proxies at the General Shareholders' Meeting by remote means of communication prior to the Meeting.

I.- Voting by remote means of communication.

In accordance with the provisions of Articles 18 of the Company's Bylaws and 24 of the General Shareholders' Meeting Regulations, shareholders may vote on the proposals relating to the items on the agenda prior to any type of General Shareholders' Meeting in writing or by electronic means that duly guarantee the identity of the person voting and, if applicable, the security of the electronic communications, following the instructions below:

I.1.- Postal absentee voting.

Shareholders wishing to vote by postal correspondence must send the attendance card issued by the entities in charge of the book-entry registry or the attendance card model provided by INMOCEMENTO, S.A. In all matters not provided for in the attendance card issued by the entities in charge of the book-entry registry, the rules set forth in the attendance card model provided by INMOCEMENTO, S.A. shall be applied in addition to the attendance card issued by the entities in charge of the book-entry registry.

The card, duly completed and signed, must be sent to INMOCEMENTO, S.A. by any of the following procedures:

- a) By delivery or mailing to the registered office (C/ Balmes, 36, 08007 Barcelona) or to the Madrid offices (Pº de la Castellana, 216 28046 Madrid), to the attention, in both cases, of "Shareholder and Investor Relations".
- b) By delivering the completed and signed card to the entity participating in Iberclear where your shares are deposited when the latter offers the service of sending them to INMOCEMENTO, S.A.

I. 2.- Voting by electronic communication.

Shareholders who wish to vote by electronic communication may do so through the INMOCEMENTO, S.A. website, in the section dedicated to the General Shareholders' Meeting within the "Shareholders and Investors" section, following the instructions specified in each of the screens of the aforementioned website.

The vote by means of electronic communication will be issued under qualified electronic signature or advanced electronic signature, under the terms set forth in the applicable regulations, provided that they are based on (i) the current Electronic User Certificate issued by the Spanish Public Certification Authority (CERES) dependent on the Fábrica Nacional de la Moneda y Timbre, which has not been revoked, or (ii) the qualified electronic certificate incorporated to the electronic National Identity Card issued in accordance with Royal Decree 1553/2005, of December 23, 2005, which regulates the issuance of the National Identity Card and its electronic signature certificates, which is in force and has not been revoked.

Any shareholder who has an electronic signature that meets one of the above requirements and identifies himself/herself with it may cast his/her vote in relation to the items on the of the General Shareholders' Meeting.

II.- Granting of representation by means of remote communication systems.

In accordance with the provisions of Articles 17 of the Company's Bylaws and 12 of the General Meeting Regulations, shareholders may grant their proxy for the General Meeting by means of postal or electronic correspondence that duly guarantees the identity of the shareholder and the proxy and, if applicable, the security of the electronic communications, following the instructions below:

II.1.- Granting of representation by postal correspondence.

Shareholders wishing to grant their proxy by postal correspondence must send to INMOCEMENTO, S.A. the attendance card issued by the entities in charge of the book-entry registry or the attendance card model provided by INMOCEMENTO, S.A. In all matters not provided for in the attendance card issued by the entities in charge of the book-entry registry, the rules set forth in the attendance card model provided by INMOCEMENTO, S.A. shall be applied in addition to the attendance card issued by the entities in charge of the registry.

If the proxy is granted to the Chairman of the Meeting or of the Board or to any other member of the Board of Directors, including the Secretary or Vice-Secretary non-directors, the card must be sent to INMOCEMENTO, S.A. by any of the following procedures:

- a) By delivery or mailing to the registered office (C/ Balmes, 36, 08007 Barcelona) or to the Madrid offices (Pº de la Castellana, 216 28046 Madrid), to the attention, in both cases, of "Shareholder and Investor Relations".
- b) By delivering the completed and signed card to the entity participating in Iberclear where your shares are deposited when the latter offers the service of sending them to INMOCEMENTO, S.A.

II.2.- Granting of representation by electronic communication.

Shareholders who wish to grant their proxy by electronic communication may do so through the INMOCEMENTO, S.A. website, in the section dedicated to the General Shareholders' Meeting within "Shareholders and Investors" section, following the instructions specified in each of the screens of the aforementioned website.

The granting of representation by means of electronic communication will be issued under qualified electronic signature or advanced electronic signature, under the terms set forth in the applicable regulations, provided that they are based on (i) the current Electronic User Certificate issued by the Spanish Public Certification Authority (CERES) dependent on the Spanish Mint (Fábrica Nacional de la Moneda y Timbre), (ii) the qualified electronic certificate incorporated to the electronic National Identity Card issued in accordance with Royal Decree 1553/2005, of December 23, 2005, which regulates the issuance of the National Identity Card and its electronic signature certificates, which is in force and has not been revoked.

Any shareholder who has an electronic signature that meets one of the above requirements and identifies himself/herself with it may grant his/her proxy through the website.

II.3.- Provisions common to the granting of representation by remote means of communication

The shareholder who grants his proxy by remote means of communication must inform the appointed proxy of the proxy granted, who in turn must leave a record of his acceptance. For these purposes, the proxy shall be deemed to accept his representation: (i) by attending the General Shareholders' Meeting by telematic means, under the terms set forth in the section "Telematic Attendance at the General Shareholders' Meeting" of this document; or (ii) by physically attending the day and place of the General Shareholders' Meeting, for which purpose the appointed representatives must identify themselves by means of their DNI, NIE or passport (or equivalent accrediting document), and deliver the printed copy of the delegation made by postal or electronic means, duly signed by the representative and the represented shareholder.

When the proxy is granted to the Chairman of the Meeting, the Chairman of the Board or any other member of the Board of , including the Secretary or the Vice-Secretary who are not Board Members, this communication shall be deemed to have been made upon receipt by INMOCEMENTO, S.A. of the proxy conferred.

In the event that instructions have been issued by the shareholder represented, the proxy shall vote in accordance with such instructions and shall be obliged to keep such instructions for one year from the date of the relevant Meeting. The proxy may vote differently when circumstances arise that were not known at the time the instructions were sent and there is a risk of prejudicing the interests of the shareholder represented. In the event of a vote cast differently from the instructions, the proxy shall immediately inform the principal by means of a written document explaining the reasons for the vote.

The delegation may also include those items which, although not included in the agenda of the notice of meeting, may be dealt with at the Meeting, as permitted by law.

The representative may only exercise the vote of his principal by attending the General Meeting in person, either by telematic means under the terms set forth in the section "Telematic Attendance at the General Meeting", or by physically attending the meeting in person.

The proxy may represent more than one shareholder without limitation as to the number of shareholders represented. When a proxy holds proxies for several shareholders, he/she may cast votes of different signs according to instructions given by each shareholder.

III.- Common rules.

III.1.- Deadline for the exercise of proxy and voting by remote means of communication.

The proxies granted and the votes cast by remote means of communication prior to the Meeting, both by postal correspondence and electronic communication, may be cast as from the day of publication of the call and must be received by INMO CEMENTO, S.A. before twenty-four (24) hours of the day immediately prior to the day scheduled for the holding of the General Shareholders' Meeting on first call.

Proxies and votes received thereafter shall be deemed not to have been granted and not to have been cast, respectively. In this regard, after the aforementioned deadline, only proxies granted in writing by means of the attendance card presented at the shareholders' registration desks at the place and on the day of the General Shareholders' Meeting shall be valid.

III.2.- Priority rules regarding attendance, voting and representation by remote means of communication.

III.2.1. Priority of personal assistance.

The personal attendance of the shareholder at the General Meeting, either physically or telematically, shall have the effect of revoking the proxy granted and the vote cast by remote means of communication.

In turn, the proxy and the vote cast remotely shall also be rendered by the disposal of the shares of which the Company becomes aware.

III.2.2. Priority of remote voting over the granting of remote representation.

Voting by any means of remote communication shall render ineffective any granting of a proxy electronically or by means of a printed paper card, whether previously, which shall be deemed revoked, or subsequently, which shall be deemed not to have taken place.

III.2.3. Priority in the case of several proxies or votes by remote means of communication.

In the event that a shareholder validly grants several proxies or validly casts several votes by different means of remote communication, the proxy and/or vote received last shall prevail, invalidating those received earlier.

III.3. Co-ownership

In the event of co-ownership of shares, for the purposes of Article 126 of the Capital Companies Act, it shall be presumed that the co-owner who votes or grants the proxy by remote means of communication is designated by the rest of the co-owners to exercise the rights deriving from the shares.

TELEMATIC ATTENDANCE TO THE GENERAL MEETING

The Company may enable attendance at the Meeting by telematic means that duly guarantee the identity of the subject and the casting of votes remotely during the Meeting, provided that the Board of Directors so resolves. In this case, the notice shall describe the deadlines, forms and modes of exercising the shareholders' rights provided by the Board to allow the proper conduct of the Meeting. In this regard, unless otherwise determined in the notice of meeting, prior registration, connection, attendance and voting shall be carried out in the following manner:

I.- Pre-registration, connection and

attendance. I.1.- Pre-registration.

Shareholders or representatives who wish to attend the General Shareholders' Meeting by telematic means must register on the telematic attendance platform available on the corporate website of INMOCEMENTO, S.A. (www.inmocemento.es) at least twenty-four (24) hours prior to the date scheduled for the Meeting to be held on first call, accrediting their identity by one of the following means: (i) the National Electronic Identity Document; or (ii) a recognized, valid and current electronic user certificate, in accordance with the provisions of the applicable regulations, and issued by the Spanish Public Certification Authority (CERES) dependent on the Spanish Mint (Fábrica Nacional de Moneda y Timbre). The registration of attendees outside this period will not be admitted.

Likewise, in the case of proxies, in order for the person who has been granted a proxy to be able to attend telematically, the shareholder who granted the proxy must have notified the proxy of such delegation and sent a copy of the proxy granted, or of the powers of attorney in the case of a legal entity, to the registered office (C/ Balmes, 36, 08007 Barcelona) or to the offices in Madrid (Pº de la Castellana, 216 28046 Madrid), for the attention, in both cases, of "Shareholder and Investor ", together with a copy of the representative's DNI, NIE or passport, up to twenty-four (24) hours prior to the date scheduled for the Meeting to be held on first call.

However, INMOCEMENTO, S.A. reserves the right to request from shareholders or their representatives at any time the additional means of identification it deems necessary to verify their status as shareholders or, as the case may be, representatives and to guarantee their authenticity.

I.2.- Connection and assistance.

The shareholder or representative who has registered to attend the General Shareholders' Meeting telematically in accordance with the provisions of section I.1 above, must connect as an attendee through the telematic attendance platform enabled on the corporate website (www.inmocemento.es) on the day the General Shareholders' Meeting. In the event that a sufficient quorum is not obtained at the first call, the shareholder or proxy holder must connect on the date set for the second call, at the time indicated in the

The attendees will not be allowed to log in outside of the established time slots. Attendees will not be allowed to connect outside the established time slots.

II.- Voting.

Shareholders or their proxies attending telematically may cast their vote on proposals relating to items included in the agenda, through the telematic attendance platform enabled on the corporate website and in accordance with the corresponding voting form and the rules of operation thereof from the time of their connection as telematic attendees in accordance the provisions section I.2 above.

Likewise, with respect to the proposed resolutions on those matters which, in accordance with the Law, are not included in the agenda, those attending by telematic means may cast their votes from the moment at which the Secretary of the General Meeting reads the said proposals and they are enabled on the telematic assistance platform of the corporate website in order to proceed to the vote.

In any case, the voting process by telematic means in respect of all the proposals submitted to the General Meeting shall end at the moment in which the Chairman declares the conclusion of the voting period for the proposed resolutions.

LIVE WEBCAST OF THE GENERAL SHAREHOLDERS' MEETING

The General Shareholders' Meeting will be broadcast live on the corporate website (www.inmocemento.es), to which both INMOCEMENTO, S.A. shareholders and non-shareholders will have access

ELECTRONIC SHAREHOLDER FORUM

Pursuant to Article 539.2 of the Capital Companies Act, from the publication of the call and up to twenty-four (24) hours prior to the date scheduled for the holding of the Meeting on first call, an Electronic Shareholders' Forum shall be enabled on the website of INMOCEMENTO, S.A., which may be accessed by both shareholders and voluntary associations formed and registered in the special Register set up for this purpose at the National Securities Market Commission (Comisión Nacional del Mercado de Valores). The Rules of Operation of the Electronic Shareholders' Forum, which shareholders must comply with in order to use it, are available on the corporate website.

In order to access the Forum, shareholders must prove their status, as indicated on website, and identify themselves as indicated in the notice of meeting.

NOTARY INTERVENTION

The Board of Directors may agree to require the presence of a Notary Public to draw up the Minutes of the General Shareholders' Meeting, in accordance with the provisions of Articles 203 of the Capital Companies Act, 101 of the Mercantile Registry Regulations and 30.3 of the General Shareholders' Meeting Regulations.

DATA PROTECTION

The personal data provided by the shareholders to INMOCEMENTO, S.A. in the exercise of their rights to attend, delegate and vote at the General Shareholders' Meeting or that are provided by the banking entities and securities companies and agencies in which said shareholders have their shares deposited, through the entity legally authorized to keep the book-entry registry, Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S. A. (IBERCLEAR), shall be processed by INMOCEMENTO, S.A. in its capacity as the party responsible, for the purpose of managing and controlling both the shareholder relationship and the call, holding and dissemination of the General Shareholders' Meeting. A. (IBERCLEAR), will be processed by INMOCEMENTO, S.A. as the party responsible, in order to manage and control both the shareholder relationship and the convening, holding and dissemination of the General Shareholders' Meeting, as well as to comply with its legal obligations, the basis for the processing being a legal obligation. The data processed for the fulfillment of the described purpose will correspond to the following categories: identification, economic, financial and other (securities accounts, corporate name of the financial institution, account number and classification code, as well as the details of any proxy) and will be kept for as long as the relationship subsists and even, subsequently, until the eventual derived liabilities expire.

Likewise, in order to broadcast the General Meeting and disseminate it, your image and/or voice may be processed. The legal basis for such data, when such data are merely incidental and strictly for the aforementioned purposes, shall be the legitimate interest of INMOCEMENTO, S.A. in disseminating and providing transparency to the General Meeting.

The data will be accessible by the Notary attending the General Meeting, if any, and be provided to third parties in the exercise of the right to information provided for by law or accessible to the public insofar as they are included in the documentation available on the corporate website (www.inmocemento.es) or stated at the General Meeting.

The holders of personal data may exercise the right of access, rectification, deletion, limitation, opposition and portability, for which purpose, written communication must be sent to INMOCEMENTO, S.A. (to the registered office (C/ Balmes, 36, 08007 Barcelona) or to the offices in Madrid (Pº de la Castellana, 216 28046 Madrid), to the attention, in both cases, of "Relations with shareholders and investors"), with the reference "Data Protection". In the event of reasonable doubt as to the identity of the data subject, INMOCEMENTO, S.A. may request additional information. Similarly, a complaint may be filed with the Spanish Data Protection Agency, in accordance with the provisions of the applicable regulations, in the event that you consider that your rights have been violated or are not being met.

In those cases in which personal data of third parties are included in the attendance or proxy card, the shareholder must inform them of the aforementioned points and comply with any other requirement that may be necessary for the transfer of personal data to INMOCEMENTO, S.A. without the latter having to take any additional action or give its consent.