

NOTICE OF ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

The shareholders are hereby called to the Ordinary and Extraordinary Shareholders' Meeting to be held at the Company's registered office in Rome at Corso di Francia, 200, on 19 April 2010 at 12:00 p.m. at first calling, and, if necessary, on 21 April 2010 at the same time and place at second calling, to vote upon the following

AGENDA

Ordinary business

Presentation of the statutory financial statements at 31 December 2009, accompanied by the reports of the Board of Directors, the Board of Auditors and the independent auditors, and the proposed distribution of dividends. Approval of the related and consequent resolutions. Presentation of the Cementir Group's consolidated financial statements at 31 December 2009 and accompanying reports, with approval of the related and consequent resolutions.

Extraordinary business

Amendment proposal of Art. 10 of the Company's bylaws pursuant to Art. 2365(2) of the Italian Civil Code. Approval of the related and consequent resolutions.

Participation in the Shareholders' Meeting

Pursuant to the provisions of law and the bylaws, shareholders with voting rights who have deposited the certification or the notices provided for in Art. 2370(2) of the Italian Civil Code at the registered office of the Company no later than two days before the date of the Shareholders' Meeting may participate in the Meeting.

The Company's share capital is represented by 159,120,000 ordinary shares with a par value of 1.00 euro each. Each share gives the shareholder one vote.

Shareholders with voting rights may be represented by means of a written proxy, except as limited by the bylaws or applicable law. A written proxy may be granted using the proxy form included with the notice provided to shareholders by the financial intermediary charged with maintaining the records of their position.

Items to be added to the agenda at the request of the shareholders

Pursuant to Art. 126-bis of Legislative Decree 58/98, shareholders who represent at least 2.5% of the share capital with voting rights may send a request, within 5 days of publication of this notice, indicating items they would like added to the Meeting agenda. Items added to the agenda will be announced in the same manner required for publication of the notice of shareholders' meeting at least 10 days prior to the date set for the Meeting. Additions cannot be made for items that the Shareholders' Meeting is called upon to decide pursuant to the law or that are proposed by the Directors based on a project or a report they have prepared.

Documentation

The documentation related to the items on the agenda will be available at the Company's registered office and at the offices of Borsa Italiana S.p.A. as specified by the provisions of applicable law and regulations. The shareholders are entitled to request a copy. The documentation will also be available on the website www.cementirholding.it.

In view of the composition of the Company's shareholders, the Shareholders' Meeting may meet and resolve the agenda on 19 April 2010 at first calling.

Rome, 18 March 2010

Chairman of the Board of Directors
/s/ Francesco Caltagirone Jr.