

To:
TITAN CEMENT COMPANY S.A.
(Shareholder Services Department)
22A HALKIDOS STR.
111 43, ATHENS
GREECE

FORM OF PROXY
SEPARATE GENERAL MEETING OF PREFERRED SHAREHOLDERS
TITAN CEMENT COMPANY S.A.
12th MAY 2017

SHAREHOLDER INFORMATION

Surname/Company Name:

First Name: Father's Name:

Address/ Registered Address:

Street Name: No: Postal Code:

Telephone Number:

DSS (Dematerialized Securities System) No (ATHEX):

Number of Preference Shares:

I being a holder of preference shares with a nominal value of four (4) Euros each in the Company hereby appoint:

OPTION A:

Mr. Panagiotis Karathanos son of Constantinos; or Mr. Spyridon Xenos, son of Michail; or Mr. Nikolaos Tasonis, son of Christos;

or

OPTION B:

(please indicate your choice here; please note that you can appoint up to three proxies of your preference)

1. Mr./Mrs. (father's name), resident of,
Street No, holder of ID/Passport Number issued on by
..... (number of shares proxy appointed over: ___)*

2. Mr./Mrs. (father's name)....., resident of,
street No, holder of ID/Passport Number issued on by
..... (number of shares proxy appointed over: ___)*

3. Mr./Mrs. (father's name)....., resident of, street No, holder of ID/Passport Number issued on by (number of shares proxy appointed over:___)*

* Please note that if this section is left blank, your proxy will be deemed to be authorized in respect of your full voting entitlement.

as my proxy to represent me, acting jointly or severally, at the **Separate General Meeting of Shareholders of Preference Shares of TITAN CEMENT COMPANY S.A to be held in Athens at the DIVANI CARAVEL HOTEL (2 Vas. Alexandrou Avenue, 16121, Athens, Greece) on Friday, 12th May 2017, at 15.30 (EET) and at any Repeat Separate General Meeting thereof**, in respect of all aforementioned shares, in which I have the right to vote(in my capacity, for example, as pledgee or fiduciary) on the Record Date as stated in the Invitation and to vote on my behalf **at their absolute discretion or in accordance with the following instructions** in relation to the item of the agenda listed below *(please mark 'X' to indicate how you wish to vote)*:

RESOLUTIONS	For	Against	Abstain
Approval of reduction of the share capital of the Company by the amount of 84,632,528 euros, with the purpose of capital return to the shareholders, through reduction of the nominal value of each share by one (1) euro , namely from nominal value of four (4) euros to nominal value of three (3) euros – Approval of the consequent amendment of Article 5 of the Articles of Association of the Company on Share Capital			

I acknowledge that the authority conferred herein covers all actions taken by my aforementioned proxy/proxies pursuant hereto and such actions will be deemed to be lawful, valid and as if they were taken by me.

The authorization provided herein will be automatically terminated in case I attend in person the Special General Meeting. It can also be revoked by notifying the Company in writing or via email **no later than 9th May 2017 and in case of a A' Repeat Separate General Meeting no later than 23rd May 2017.**

I further authorize the aforementioned proxy/proxies to appoint other proxy/proxies within the aforesaid deadlines in case they are unable to attend the Special General Meeting.

Date:

The Shareholder

Signature:.....

A completed Form of Proxy, duly signed by the shareholder should be submitted to the Shareholder Services Department at the Head Offices of the Company, 22A Halkidos Str., 111 43 Athens, Greece, or via email at kalesin@titan.gr, or via fax at +30 210 258 3030 no later than 9th May 2017 and in case of an A' Repeat Separate General Meeting no later than 23rd May 2017