

To  
TITAN CEMENT CO. S.A.  
Halkidos 22A  
111 43 ATHENS

**PROXY FORM  
FOR THE PARTICIPATION IN THE ANNUAL GENERAL MEETING OF THE SHAREHOLDERS  
OF TITAN CEMENT CO. S.A.  
ON 8<sup>th</sup> JUNE 2012**

**DETAILS OF SHAREHOLDER**

Surname/Company Name: .....

Name: ..... Father's Name: .....

Address/ Legal Seat: .....

Street: ..... No: ..... Postal Code: .....

Telephone Number: .....

DSS (Dematerialized Securities System) No : .....

Number of Common Shares:
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The undersigned Shareholder hereby authorize:

Mr. Aggelis Goussiakis son of Ioannis, or Mr. Panagiotis Karathanos son of Constantinos or Mr. Evangelos Boumis son of Dimosthenis

Or  (to be filled in if you wish to appoint other proxies of your likeness)

1. Mr./Mrs. .... son of ....., resident of ....., street ..... No ....., holder of ID/Passport Number ..... issued on ..... by .....

2. Mr./Mrs. .... son of ....., resident of ....., street ..... No ....., holder of ID/Passport Number ..... issued on ..... by .....

3. Mr./Mrs. .... son of ....., resident of ....., street ..... No ....., holder of ID/Passport Number ..... issued on ..... by .....

to represent me, acting jointly or severally, in the Annual General Meeting of the Shareholders of TITAN CEMENT COMPANY SA, to be held on Friday, 8<sup>th</sup> June 2012, at 13.00 p.m. in the hotel DIVANI CARAVEL HOTEL (2, Vas. Alexandrou, Athens) and to exercise on my behalf all the voting rights from the shares as declared above or from all shares which I will own or all the voting rights which I will possess (e.g. in my capacity as pledgee or escrow agent) on the Record Date, with regard to the mentioned items of the agenda, **at their absolute discretion or in accordance with the following instructions** (to be filled in if, with regard to any or all items of the agenda, specific voting instructions were granted to the proxy):

ITEM of the AGENDA	For	Against	Abstention
1. Submission for approval of the Annual Financial Statements (parent company and consolidated) for the year 2011 along with the related reports of the Board of Directors and the Auditors			
2. Discharge of the members of the Board of Directors and the Auditors from any liability for compensation for the year 2011			
3. Approval of the remuneration of the members of the Board of Directors for the year 2011 and pre-approval of the remuneration for the year 2012.			
4. Election of regular and substitute Chartered Auditors for the year 2012 and approval of their remuneration			
5. Grant of authorization for the entering into an agreement for the insurance coverage of the members of the Board of Directors and the Company managers against civil liability towards third parties.			
6. Grant of approval for the share buy-back of common and preference own shares, in accordance with article 16 section 1 of Codified Law 2190/1920.			
7. Grant of authorization, in accordance with article 23 par. 1 of Codified Law 2190/1920, to the members of the Board of Directors and to Company managers to participate in the BoD or in the management of other companies of Titan Group pursuing the same or similar purposes			

I hereby approve whatsoever my proxy shall do or cause to be done by virtue of this authorization as legal and valid and as I would do if personally present.

The present authorization becomes null and void in case I attend in person the General Meeting or in case I notify to the Company, in written or through electronic means, latest by the 5th June 2012 a revocation of the present authorization.

Date: .....

The Shareholder

Signature: .....

**The present proxy, duly filled in and signed, should be sent to the Head Offices of the Company, 22A Halkidos street, in Athens, (Shareholder Services Department), latest by Tuesday 5th June 2012 by post, or within the same as above deadline, via email at the address: kalesin@titan.gr or via fax to the number: 0030 210-2583030.**