

TO THE SPANISH NATIONAL STOCK MARKET COMISSION (CNMV)

CEMENTOS MOLINS, SA (the “**Company**”), pursuant to article 17 of the Regulation (EU) no. 596/2014, of the European Parliament and the Council, of 16 April 2014, *on market abuse*, and article 228 of the Securities Market Law, proceeds to communicate the following

RELEVANT FACT

As advanced by virtue of relevant fact dated April 29, 2019, please find herewith enclosed the call announcement for the Ordinary General Shareholders’ Meeting of the Company to be held at the auditorium at calle Almagro 9, 28010, Madrid on 27 June 2019, at 12:00 hours, on first call or, failing this, on second call on 28 June 2019 in the same place and at the same time.

The documents referred to in the section “Right of Information” of the call announcement, are available to the shareholders according to the indicated and, in particular, at the corporate website www.cemolins.es, under section “General meeting of shareholders”.

Juan Molins Amat
President of the Board of Directors

Madrid, 22 May 2019

CEMENTOS MOLINS, SA

CALL ANNOUNCEMENT FOR THE ORDINARY GENERAL SHAREHOLDERS' MEETING

The board of directors of Cementos Molins, SA (the “**Company**”), pursuant to the legal and statutory regulations in force has agreed to summon the shareholders of the Company to the ordinary general meeting to be held in calle Almagro 9 (auditorio), 28010, Madrid, on 27 June 2019, at 12:00 hours, on first call or, failing this, on second call on 28 June 2019 in the same place and at the same time, in order to discuss and agree on the issues in the following

AGENDA

- 1.** Review and approval of the individual annual accounts and its management report regarding year 2018
- 2.** Review and approval of the consolidated annual accounts and its consolidated management report regarding year 2018
- 3.** Review and approval of the proposal of application of result of year 2018
- 4.** Review and approval of the non financial information report regarding the year 2018
- 5.** Approval of the management of the board of directors, the board committees and the Managing Director in the year 2018
- 6.** Reelection of directors
 - 6.1. Reelection of Mr Julio Rodríguez Izquierdo as Managing Director
 - 6.2. Re-election of Ms Andrea Kathrin Christenson as independent director
- 7.** Consultative vote of the annual report on the remuneration of directors for the financial year 2018
- 8.** Establishing the maximum remuneration amount of the directors for the year 2019
- 9.** Modification of article 28 of the articles of association
- 10.** Information on the corporate governance of the Company
- 11.** Authorisation to call, given the case, an extraordinary general shareholders' meeting with at least fifteen days in advance, pursuant to the provisions set forth by articles 515 of the Corporate Law
- 12.** Reelection of the Company's Accounts Auditor to carry out the audit of the individual and consolidated annual accounts of the year 2020

13. Delegation of powers for the formalisation and execution of every agreement adopted by the general meeting of shareholders, for their notarisation and interpretation, amendment, complement or development and registration

Right of information

From this calling, shareholders may obtain from the Company, immediately and free of charge, or examine at its registered office, as well as at the corporate website (www.cemolins.es), the following documents:

- (i) The individual and consolidated annual accounts of the Company with the proposal for the distribution of the results for the financial year ending on 31 December 2018 — balance sheet, profit and loss account, statement of changes in equity, cash flow statement and the annual report—, together with the corresponding management reports —including the annual report of the corporate governance, and the status of the non-financial information regarding the consolidated management report—, and the audit reports, both individual and consolidated, as well as the report on the independent verification of the status of the non-financial information.
- (ii) The annual report of the company’s corporate governance of the year 2018.
- (iii) The annual report on remuneration of board members of the year 2018.
- (iv) Agreement proposals for each of the items on the agenda submitted for approval by the board of directors at the general shareholders’ meeting.
- (v) Report of the board of directors on the corporate social responsibility policy, reports of the auditing and compliance committee and the remuneration and appointments committee, as well as the reports of the audit and compliance committee on the independence of the external auditors and on relevant related-party transactions with directors and shareholders.
- (vi) Report drafted by the remuneration and appointments committee regarding the re-election proposal of Mr Julio Rodríguez Izquierdo as director and the proposal of the remuneration and appointments committee of re-electing Ms Andrea Kathrin Christenson as director.
- (vii) Reports prepared by the board of directors regarding the re-election proposals of Mr Julio Rodríguez Izquierdo and Ms Andrea Kathrin Christenson as directors.
- (viii) Report prepared by the board of directors regarding the modification of the articles of associated established in item nine of the agenda, together with the full text of the corresponding proposal.
- (ix) Report on the modification of article 23 of the regulations of the board of directors.
- (x) Report on the modification of the internal conduct regulation in the Securities Market (RIC).
- (xi) Remuneration policy of the directors for the year 2018, 2019 and 2020, which includes the establishment of a maximum annual remuneration for the directors of the Company for

carrying out their duties on the year 2019.

(xii) The proxy card and the remote voting card.

In regards to the approval of the annual accounts, and pursuant to article 34 of the articles of incorporation, from this calling, any shareholder may obtain from the Company, immediately and free of charge, the documents to be subject to their approval and the account auditors report.

In accordance with the provisions set forth by articles 197 and 520 *Ley de Sociedades de Capital* (“LSC”), 20 of the articles of incorporation and 6 of the regulations of the general board, up to five days prior to the date in which the meeting is to be held, shareholders may request, in writing, the board of directors any information or clarifications, or may pose questions regarding issues on the agenda and on the information provided by the Company to the Securities Exchange Committee since the previous general meeting that was held on 28 June 2018, as well as on the audit report. For the foregoing purposes, the shareholders may address a notice to the Company by e-mail at oficina.accionista@cemolins.es, stating their first name and surnames or corporate name and documentation supporting the identity of the shareholder and their condition as such. Unless otherwise indicated by the shareholder, the company may manage the information requests by replying to the e-mail address of the sender.

To comply with articles 539 LSC, 17 of the articles of incorporation and 6 of the regulations of the general board, from the publication of this call an Online Forum for Shareholders will be available at the corporate website. The operating rules and the form that must be filled to take part in it are available at the corporate website.

Addendum to the call

Pursuant to articles 519 LSC, 17 of the articles of incorporation and 5 of the regulations of the general board, those shareholders representing at least three percent of the share capital may request the publication of an addendum to the call of the meeting adding one or more items to the agenda, provided these new items include a justification or, when applicable, a justified draft agreement. This right must be carried out through a reliable notification that is to be received at the registered office within five days after the publication of the call announcement. The addendum to the call must be published at least fifteen days before the date set for the general meeting.

Shareholders representing the same percentage, in the exact same term, may submit grounded agreement proposals on matters already included or to be included in the agenda of the general meeting called. The company will ensure the dissemination of these proposals through the corporate website as they come.

Right of attendance

Pursuant to articles 18 of the articles of incorporation and 7 of the regulations of the general board, attendance to the Shareholders’ meeting will be possible for those shareholders who, at least five days prior to the date in which the general meeting is to be held on first call, prove to be registered in the detailed records of the entities participating in the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, SA (Iberclear), and procure themselves, through the respective entity or any other way allowed by the current legislation, the attendance card or certificate issued by the pertinent depository entities. The registration of assistance cards

start one hour before the beginning of the meeting.

Proxy and remote voting

Pursuant to the Spanish Corporation Law, it is allowed to group shares and grant a proxy to another person to attend the general meeting, and such powers of attorney can be notified by post or by electronic communication, as indicated below. The personal attendance of a shareholder to the meeting will revoke any proxy that could have been previously granted. Likewise, the proxy can always be revoked in the same manner as it had been granted. When the card is given to the Company with the name of the representative missing, the proxy will be deemed as granted to the president, the managing director, the secretary or the undersecretary of the board of directors, interchangeably. If, in relation to one of the items on the agenda, the shareholder who issues a remote vote does not check one of the boxes for that purpose, it will be considered a favourable vote for the proposal of the board of directors. If in the general meeting there is a vote for an agreement proposal not prepared by the board of directors, the proxy will issue the vote in the sense deemed better for the interests of the shareholder represented. It is reported that to the exception of the non-director secretary, the board of directors finds itself in a conflict of interests situation regarding agreements 5, 6 (regarding the directors put forward for re-election), 7 and 8.

In accordance with the agreements taken by the board of directors, the shareholders with right of attendance will be able to delegate or issue their vote on the proposals on the items on the agenda prior to the celebration of the meeting by remote notification methods, as long as the identity of the shareholder exercising the voting rights and the safety of the electronic communication are properly guaranteed. For it to be valid, the Company must receive the vote or proxy issued by post or electronic means at least five days prior to the date in which the General Meeting is to be held on first call, which means before the 22 June 2019.

The valid communication methods to confer the proxy or issue the remote vote are:

(i) By post

To confer the proxy or issue the vote by post in relation to the items included on the agenda, shareholders must fill and sign the “Proxy Card” or the “Remote Voting Card”, as applicable, that the Company has published in its website to this end (www.cemolins.es). Once filled and signed—with a handwritten signature—the relevant fields of the card, shareholders must send it to the Company, at its registered office (calle Espronceda, 38, 28003 Madrid), addressed to the secretary of the board of directors of Cementos Molins SA, along with a copy of the stock certificate and the identity card of the shareholder.

(ii) By electronic communication

To use this power, shareholders who grant their proxy or issue their remote vote must have an electronic signature certificate. The representation by proxy or, if so, the vote through electronic methods must be carried out following the instructions published on the Company’s website (www.cemolins.es), in the section “General Meeting 2019”, downloading the model “Proxy card” or “Remote Voting Card” and sending it electronically signed, together with a copy of the identity card of the shareholder and the stock certificate, by e-mail to the address oficina.accionista@cemolins.es. The Company reserves the right to modify, suspend, cancel or restrict the proxy or electronic vote mechanisms when technical or security issues so require or impose. The Company shall not be held responsible for the damages caused by overload,

breakdowns, line failures, connection failures or similar issues beyond its control that may temporarily prevent the use of the electronic proxy systems.

Additional information

Shareholders are informed that the general meeting will be broadcast in real time through Company's website (www.cemolins.es), under section "General Meeting 2019", where they will find the access guidelines.

Data protection

The shareholders are informed that the personal data they provide the Company with to exercise their rights of attendance, proxy and vote in the general meeting, as well as the data given by banking entities and companies and stock agencies in which said shareholders may have deposited their shares, and the recorded tape of the entire general meeting which may be made in order to facilitate the monitoring and proper dissemination thereof, shall be processed for the purposes of managing the development, compliance and control of the existing share ownership with Cementos Molins SA, as well as for the purpose of submitting the information requested by the shareholder, if applicable. Such data will be processed on the basis of the regulatory compliance and the legitimate interest of the Company. Likewise, the shareholders are informed that they are entitled to exercise their right of access, erasure, rectification, portability, limitation of the processing and objection, as well as to revoke consent in accordance with the provisions of the General Data Protection Regulation the current regulation on personal data protection and other applicable laws, through written communication addressed to the Company or to the e-mail address "oficina.accionista@cemolins.es", along with a copy of an identification document.

Similarly, the Company will store your personal data until the period of limitation of the actions which may arise is reached. You have the right to lodge a complaint before the Spanish Data Protection Agency (AEPD), the data protection authority.

In Madrid, 20 May 2019

The president of the board of directors, Mr Juan Molins Amat.