



## FORM 10

### MATERIAL CHANGE REPORT

Pursuant to section 64 of the Securities Act, 2012 and by-law 50 of the Securities (General) By-Laws, 2013

1. NAME OR REPORTING ISSUER

Name of Reporting Issuer

READYMIX (WEST INDIES) LIMITED, TUMPUNA ROAD, GUANAPO, ARIMA, TRINIDAD

2. DATE OF MATERIAL CHANGE

Date of material change

MARCH 24, 2017

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change

Readymix (West Indies) Limited ("RML") hereby advises that on Friday March 24, 2017 ("Offer Date"), the Company was presented with an Offer and Take-Over Bid Circular of even date, issued by the Board of Directors of Trinidad Cement Limited ("TCL"). TCL is the majority shareholder of RML, owning 8,531,977 Ordinary Shares or 71.1% of the 12,000,000 issued and outstanding Ordinary Shares as at the Offer Date.

An offer and take-over bid ("the Offer") is being made by TCL to acquire for cash all of the issued and outstanding Ordinary Shares in RML, not already held by TCL, at a price of TT\$11.00, or US\$1.62, per Ordinary Share. Shareholders may elect to receive payment in either TT\$ (based on a price of TT\$11.00 per issued ordinary share), or in US\$ (based on a price of US\$1.62 per issued ordinary share).

The Offer was issued by TCL via a Take-Over Offer Circular, which was issued to shareholders on Monday March 27, 2017. Unless extended, the Offer period is expected to close on Monday May 01, 2017.

4. DETAILS OF PUBLICATION OF MATERIAL CHANGE

	YES	NO
Will you be seeking an exemption from publishing a notice in accordance with section 64(2) of the Securities Act 2012?		X

If "No"

Proposed Date of Publication of Notice (dd/mmm/yyyy)	31/Mar/2017
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If "Yes"

State the reasons for applying for the exemption

5. DETAILS OF SENIOR OFFICER

Name (first name, last name)	Malcolm Sooknanan
Position in Organization	Company Secretary
Business Address	Tumpuna Road, Guanapo, Arima
Work Phone (T xxx-xxx-xxxx)	1-868-225-8254
Fax Phone (F xxx-xxx-xxxx)	1-868-643-3209
Email Address	MalcolmS@tclgroup.com

6. DATE, CERTIFICATION AND SIGNATURE

I hereby certify that the statement and information contained in this form and any attachment hereto are true and correct to the best of my knowledge and belief and submitted in compliance with the provisions of the Securities Act, 2012. I understand that any misrepresentation, falsification or material omission of information on this application may result in a breach of the Securities Act, 2012.

Malcolm Sooknanan

Print Name

  
Signature

Company Secretary

Position

March 28, 2017

Date

**BEADY MIX (WEST INDIES) LTD.**

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Tool		ID Information	
Registrar's Number			
Director's Number			
Document / Record Number			
Record's Management Date/Received (dd/mm/yyyy)			
Approved By		Date (DD/MM/YYYY)	