



FORM 10

MATERIAL CHANGE REPORT

Pursuant to section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

Name of Reporting Issuer
SCOTIA INVESTMENTS JAMAICA LIMITED

2. DATE OF MATERIAL CHANGE

Date of material change
30th August 2017

3. DESCRIPTION OF MATERIAL CHANGE

<p>Provide a description of the material change</p> <p>On the 30th August 2017, the Shareholders of Scotia Investments Jamaica Limited voted yes in favour of the Scheme of Arrangement, whereby shares held by the minority shareholders are to be cancelled, and in consideration of which, shareholders shall receive J\$38.00 per share or the US\$ equivalent from the Scotia Group Jamaica Limited.</p> <p>The Extraordinary General Meeting commenced at 2:00 p.m. Jamaica time, 3:00 p.m. Trinidad time, and was held at the Jamaica Pegasus Hotel, with a simultaneous video-link for shareholders based in Trinidad &amp; Tobago at the Hyatt Regency Hotel, Port of Spain.</p> <p>The preliminary results indicated that the shareholders of the company overwhelmingly approved the Scheme of Arrangement with 83% of persons attending giving approval in person or by proxy, representing 99.95% of the shares voted in favour.</p>
---

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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>

If "No"

Date of Publication of Notice (dd/mmm/yyyy)	05/09/2017
---	------------

If "Yes"

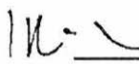
State the reasons for applying for the exemption

5. DETAILS OF SENIOR OFFICER

Name (Salutation, First name, Last name)	Lissant Mitchell
Position in Organization	Chief Executive Officer
Business Address	7 Holborn Road Kingston 10 Jamaica
Work Phone (1-xxx-xxx-xxxx)	1-876-960-5866
Fax Phone(1-xxx-xxx-xxxx)	1-876-960-6705
Email Address	lissant.mitchell@scotiabank.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.

LISSANT MITCHELL            CHIEF EXECUTIVE OFFICER      1 SEPTEMBER 2017

---

**Print Name**                      **Signature**                      **Position**                      **Date**

**FOR OFFICIAL USE ONLY**

<b>Tool</b>	<b>ID Information</b>
Registrant's Number	
Director's Number	
Document / Record Number	
Record's Management Date Received (dd/mm/yyyy)	

Approved By: \_\_\_\_\_ Date (DD/MM/YYYY) \_\_\_\_\_