



FORM 10

MATERIAL CHANGE REPORT

Pursuant to section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

[REDACTED]
NCB FINANCIAL GROUP LIMITED

2. DATE OF MATERIAL CHANGE

[REDACTED]
JANUARY 26, 2018

3. DESCRIPTION OF MATERIAL CHANGE

We advise that Director, Mr Wayne Chen, will retire at the Annual General Meeting of NCB Financial Group Limited to be held January 26, 2018, and he has indicated that he will not seek re-election. In addition, he has tendered his resignation from the Boards of Directors of National Commercial Bank Jamaica Limited and the entities within the Group on which he currently serves. These entities are:

NCB Insurance Company Limited;
West Indies Trust Company Limited;
NCB (Cayman) Limited;
NCB Capital Markets (Cayman) Limited; and
NCB Trust Company (Cayman) Limited.

The resignations take effect January 26, 2018.

4. DETAILS OF PUBLICATION OF MATERIAL CHANGE

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"/>
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If "No"

[REDACTED]	FEBRUARY 2, 2018
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If "Yes"

[REDACTED]

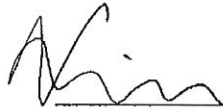
5. DETAILS OF SENIOR OFFICER

[REDACTED]	DAVE GARCIA
[REDACTED]	CORPORATE SECRETARY
[REDACTED]	32 TRAFALGAR ROAD, KINGSTON 10
[REDACTED]	1 (876) 935-2440
[REDACTED]	1876-9298390
[REDACTED]	GARCIADL@JNCB.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.

DAVE GARCIA



CORPORATE SECRETARY

JANUARY 26, 2018

Print Name

Signature

Position

Date

