

**FORM 10****MATERIAL CHANGE REPORT****Pursuant to Section 64 of the Securities Act, 2012**

General Instructions:	Please complete all relevant sections; where the allocated space is insufficient, you may continue on a separate page and attach to the completed form. All supporting information and attached pages should be appropriately numbered and referenced. This report and any attachments should be certified by a Senior Officer of the Reporting Issuer. Completed reports should be submitted to: The Director Market Regulation and Surveillance Trinidad and Tobago Securities and Exchange Commission 57-59 Dundonald Street Port of Spain Trinidad
Item 1	State the name of the reporting issuer, and include its business address.
Item 2	State the date on which the material change occurred.
Item 3	Provide sufficient disclosure regarding the material change to enable a reader to appreciate the nature and substance of the material change without having to refer to any other sources. Examples of matters that would be subject to disclosure include: dates, parties, terms and conditions, effect on financial condition, value, reasons for the change, purpose of the change, and a general comment on the probable impact of the material change on the reporting issuer.
Item 4	State whether the issuer is seeking an exemption from publishing a notice in accordance with section 64(2) of the Securities Act 2012, and complete the associated "yes" or "no" sections of the form accordingly.
Item 5	Give the name, position, business telephone number and email address of a senior officer of the reporting issuer who may be contacted to discuss further details regarding the material change.
Item 6	Include the signature of the Senior Officer identified in Item 5, confirming the material change report, and certifying the statement outlined.



FORM 10

MATERIAL CHANGE REPORT

Pursuant to section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

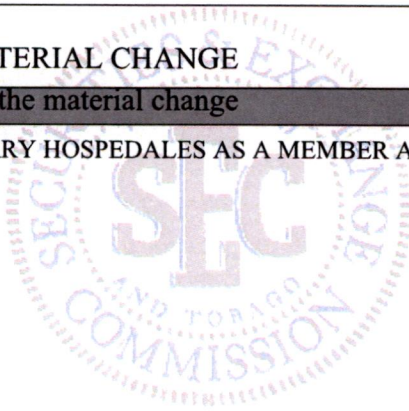
Name of Reporting Issuer
NATIONAL ENTERPRISES LIMITED

2. DATE OF MATERIAL CHANGE

Date of material change
27 JANUARY 2017

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
RESIGNATION OF MR JERRY HOSPEDALES AS A MEMBER AND AS CHAIRMAN OF THE BOARD OF DIRECTORS



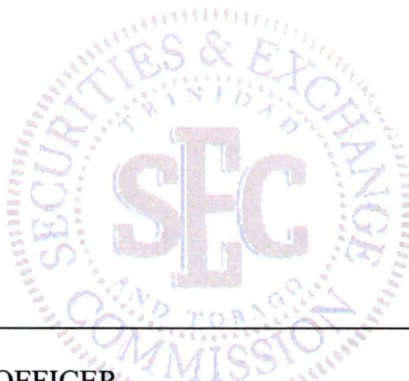
4. DETAILS OF PUBLICATION OF MATERIAL CHANGE

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

If "No"

Date of Publication of Notice (dd/mmm/yyyy)	02/02/2017; 03/02/2017
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If "Yes"

State the reasons for applying for the exemption


5. DETAILS OF SENIOR OFFICER

Name (Salutation, First name, Last name)	MR TERRENCE CLARKE
Position in Organization	GENERAL MANAGER
Business Address	LEVEL 15, TOWER D, INTERNATIONAL WATERFORNT CENTRE, WRIGHTSON ROAD, PORT-OF-SPAIN
Work Phone (1-xxx-xxx-xxxx)	1 868 625 0015
Fax Phone(1-xxx-xxx-xxxx)	1 868 624 3029
Email Address	TERRENCE.CLARKE@GOV.TT

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.

TERENCE CHART T. Chart GENERAL MANAGER 2 February 2017

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

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

Approved By : _____ Date (DD/MM/YYYY) _____