



FORM 10

MATERIAL CHANGE REPORT

Pursuant to Section 64 of the Securities Act, 2012

| | |
|------------------------------|--|
| General Instructions: | <p>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.</p> <p>This report and any attachments should be certified by a Senior Officer of the Reporting Issuer.</p> <p>Completed reports should be submitted to:</p> <p>The Director Market Regulation and Surveillance Trinidad and Tobago Securities and Exchange Commission 57-59 Dundonald Street Port of Spain Trinidad</p> |
| 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

ONE CARIBBEAN MEDIA LIMITED

2. DATE OF MATERIAL CHANGE

Date of material change

JUNE 10TH, 2016

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change

Sir Fred Gollop who dutifully served on the board of One Caribbean Media Limited for over 20 years retired by rotation and did not offer himself for re-election at the Annual Meeting held on Friday June 10th, 2016.

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

If "No"

| | |
|---|--|
| Date of Publication of Notice (dd/mmm/yyyy) | |
|---|--|

If "Yes"

| State the reasons for applying for the exemption |
|--|
| <p>-Retirement of Chairman indicated in abridged Chairman's Statement (please see the attached) published on April 26th, 2016.</p> <p>- Included in full Chairman's Statement circulated in Annual Report 2015 sent to shareholders and filed with regulatory authorities</p> |

5. DETAILS OF SENIOR OFFICER


| | |
|--|--|
| Name (Salutation, First name, Last name) | JOHN LUM YOUNG |
| Position in Organization | ONE CARIBBEAN MEDIA LIMITED |
| Business Address | EXPRESS HOUSE, 35 INDEPENDENCE SQUARE, PORT OF SPAIN |
| Work Phone (1-xxx-xxx-xxxx) | 1-868-623-1711 |
| Fax Phone(1-xxx-xxx-xxxx) | 1-868-623-2195 |
| Email Address | john.lumyoung@ocmnews.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.

JOHN LUM YOUNG

Print Name



Signature

CHIEF FINANCIAL
OFFICER/CO SEC

Position

15-Jun-2016

Date

FOR OFFICIAL USE ONLY

| 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) _____