



## 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

<b>General Instructions:</b>	<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 style="padding-left: 40px;">The Director Market Regulation &amp; Surveillance Trinidad and Tobago Securities and Exchange Commission 57-59 Dundonald Street Port of Spain Trinidad</p>
<b>Item 1</b>	State the name of the reporting issuer, and include its business address.
<b>Item 2</b>	State the date on which the material change occurred.
<b>Item 3</b>	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.
<b>Item 4</b>	State whether the issuer is seeking an exemption for 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.
<b>Item 5</b>	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.
<b>Item 6</b>	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 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

DECEMBER 5, 2016

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change

Readymix (West Indies) Limited hereby advises that on December 05, 2016, its parent company - Trinidad Cement Limited ("TCL") was presented with an Offer and Take Over Bid Circular of even date, issued by CEMEX, S.A.B. de C.V. ("CEMEX"), wherein CEMEX announced that one of its indirect subsidiaries, Sierra Trading ("Sierra"), has made an offer and take-over bid (the "Offer") to all shareholders of TCL to acquire up to 132,616,942 ordinary shares in TCL at a price of TT\$4.50 in cash per TCL share. Sierra currently holds 39.5% of TCL's issued share capital and the Offer, if fully subscribed, will result in Sierra holding not more than 74.9% of the issued and outstanding ordinary shares in TCL.

Unless extended, the Offer period is expected to close on January 10, 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)	09/Dec/2016
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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 (1 xxx-xxx-xxxx)	1-868-225-8254
Facsimile (1 xxx-xxx-xxxx)	1-868-643-3209
Email Address	<a href="mailto:MalcolmS@tclgroup.com">MalcolmS@tclgroup.com</a>

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



Company Secretary

07 December, 2016

Print Name

Signature

Position

Date

**READYMIX (WEST INDIES) LTD.**

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)	