



**FORM 10**  
**MATERIAL CHANGE REPORT**

**Pursuant to section 64 of the Securities Act, 2012**

**1. NAME OF REPORTING ISSUER**

<b>Name of Reporting Issuer</b>
Sagicor Financial Corporation Limited

**2. DATE OF MATERIAL CHANGE**

<b>Date of material change</b>
April 10, 2019

**3. DESCRIPTION OF MATERIAL CHANGE**

<b>Provide a description of the material change</b>
Satisfaction by Allinvest Acquisition II Corporation (AQY) of minimum cash condition and amendment to the Arrangement Agreement between AQY and the Issuer.

#### 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)	May 8, 2019
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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)	Althea C Hazzard
Position in Organization	Executive Vice President and General Counsel
Business Address	Cecil F de Caires Building Wildey, St Michael BB15096 BARBADOS
Work Phone (1-xxx-xxx-xxxx)	1-246-467-5255
Fax Phone(1-xxx-xxx-xxxx)	1-246-426-7907
Email Address	althea_hazzard@sagicor.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.

Althea C Hazzard		EVP and General Counsel	May 7, 2019
Print Name	Signature	Position	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) \_\_\_\_\_