

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
TRINIDAD CEMENT LIMITED, SOUTHERN MAIN ROAD, CLAXTON BAY, TRINIDAD

2. DATE OF MATERIAL CHANGE

Date of material change
MAY 26, 2017

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p>Trinidad Cement Limited ("TCL"/"the Company") hereby advises as follows:</p> <p>1. Material Changes arising out of the Annual Meeting of the Company:</p> <p>The Annual Meeting for the year ended December 31, 2016 was duly convened and held at the Hilton Trinidad and Conference Centre, Lady Young Road, Port of Spain, Trinidad on Friday, May 26, 2017, giving rise to the following:</p> <p><u>Change to By-Law No. 1 of Trinidad Cement Limited</u></p> <p>The following resolution was duly considered and unanimously passed by Shareholders at the Annual Meeting:</p> <p>"BE IT RESOLVED THAT the amendment of paragraph 4.1 of By-Law No. 1 of Trinidad Cement Limited by the Board of Directors on March 16, 2017 to delete the last sentence thereof which reads: <i>"The majority of directors must be persons resident in the West Indies."</i> be and is hereby confirmed by the shareholders of the Company, effective as of May 26, 2017, in accordance with Section 66 of the Companies Act, Chap. 81:01."</p> <p>Paragraph 4.1 as amended states:</p> <p><i>"The number of directors or the minimum and maximum number of directors of the Company shall be as set out in the Articles of the Company, of which there shall be no more than five executive directors, provided always that the number of non-executive directors shall at all times exceed the number of executive directors by at least two."</i></p>

Declaration of Dividend

The Board of Directors declared the payment of a final dividend for the year ended December 31, 2016 in the amount of TT\$0.02 per share. The dividend was declared at the Board Meeting held on May 26, 2017 after taking into consideration certain financial, legal, contractual and economic factors. The dividend payment will be made on July 19, 2017 to Shareholders listed on the Register of Members, as at a Record Date to be fixed.

Changes to Board of Directors

Ms. Alison Lewis and Mr. Bryan Ramsumair ceased to be Directors of the Company. By correspondence dated May 1, 2017 and May 19, 2017, (as published on May 4, 2017 and May 25, 2017, respectively), Ms. Alison Lewis and Mr. Bryan Ramsumair tendered their respective resignations from the Board of Directors of Trinidad Cement Limited, effective as of the scheduled date of the next annual Meeting of the Company. Accordingly, effective May 26, 2017, the resignations of Ms. Lewis and Mr. Ramsumair took effect.

2. Resignation of a Director

By correspondence dated May 26, 2017, Mr. Jean Michel Allard tendered his resignation from the Board of Directors of Trinidad Cement Limited with effect from June 01, 2017.

Mr. Allard will continue to serve as a Director of the Company until the effective date of resignation.

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)	JUNE 1, 2017
---	--------------

If "Yes"

State the reasons for applying for the exemption

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	KATHRYNA BAPTISTE
Position in Organization	GROUP MANAGER LEGAL/ COMPANY SECRETARY
Business Address	SOUTHERN MAIN ROAD, CLAXTON BAY, TRINIDAD
Work Phone (1-xxx-xxx-xxxx)	(868) 225-8254
Fax Phone(1-xxx-xxx-xxxx)	(868) 659-0818
Email Address	kathrynab@telgroup.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.

KATHRYNA BAPTISTE

Print Name



Signature

GROUP MANAGER LEGAL/
COMPANY SECRETARY

Position

MAY 29, 2017

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)